



# QUARTERLY STATEMENT

As of June 30, 2012  
of the Condition and Affairs of the

## TRANSPORT INSURANCE COMPANY

|   |   |  |
|---|---|--|
| NAIC Group Code.....4234, 4234<br>(Current Period) (Prior Period) | NAIC Company Code..... 33014  | Employer's ID Number..... 75-0784127   |
| Organized under the Laws of OHIO                                  | State of Domicile or Port of Entry OHIO   | Country of Domicile US   |
| Incorporated/Organized..... May 25, 1976                          | Commenced Business..... June 2, 1976  |  |
| Statutory Home Office   | CT Corporation (Registered Agent), 1300 East 9th S..... Cleveland ..... OH ..... 44114<br><i>(Street and Number) (City or Town, State and Zip Code)</i> |  |
| Main Administrative Office  | 101 Summer Street, 5th Floor..... Boston ..... MA ..... 02110<br><i>(Street and Number) (City or Town, State and Zip Code)</i>                          | 857-300-4127<br><i>(Area Code) (Telephone Number)</i>  |
| Mail Address  | 101 Summer Street, 5th Floor..... Boston ..... MA ..... 02110<br><i>(Street and Number or P. O. Box) (City or Town, State and Zip Code)</i>             |  |
| Primary Location of Books and Records                             | 101 Summer Street, 5th Floor..... Boston ..... MA ..... 02110<br><i>(Street and Number) (City or Town, State and Zip Code)</i>                          | 857-300-4127<br><i>(Area Code) (Telephone Number)</i>  |
| Internet Web Site Address   | N/A   |  |
| Statutory Statement Contact                                       | John William Fischer<br><i>(Name)</i><br>John.Fischer@rqih.com<br><i>(E-Mail Address)</i>   | 857-300-4127<br><i>(Area Code) (Telephone Number) (Extension)</i><br>857-300-4153<br><i>(Fax Number)</i> |

### OFFICERS

| Name                             | Title          | Name                     | Title          |
|----------------------------------|----------------|--------------------------|----------------|
| 1. Pamela Susan Sellers-Hoelsken | President      | 2. John William Fischer  | Treasurer      |
| 3. Michael Logan Glover          | Secretary      | 4.                       |                |
| <b>OTHER</b>                     |                |                          |                |
| Alan Kevin Quilter #             | Vice President | Susan Elizabeth Grondine | Vice President |

### DIRECTORS OR TRUSTEES

|                        |                       |                          |                               |
|------------------------|-----------------------|--------------------------|-------------------------------|
| John William Fischer # | Gerald James Caldwell | Susan Elizabeth Grondine | William Eugene Lape           |
| Alan Craig Pollard     | Alan Kevin Quilter    | Kenneth Edward Randall   | Pamela Susan Sellers-Hoelsken |

State of..... Massachusetts  
County of..... Suffolk

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

|  |   |   |
|--|---|---|
| _____<br>(Signature)<br>Pamela Susan Sellers-Hoelsken<br>1. (Printed Name)<br>President<br>(Title) | _____<br>(Signature)<br>John William Fischer<br>2. (Printed Name)<br>Treasurer<br>(Title) | _____<br>(Signature)<br>Michael Logan Glover<br>3. (Printed Name)<br>Secretary<br>(Title) |
|--|---|---|

Subscribed and sworn to before me  
This \_\_\_\_\_ day of \_\_\_\_\_

a. Is this an original filing? Yes [ X ] No [ ]  
b. If no: 1. State the amendment number \_\_\_\_\_  
2. Date filed \_\_\_\_\_  
3. Number of pages attached \_\_\_\_\_

## ASSETS

|  | Current Statement Date |                            |  | 4<br>December 31<br>Prior Year Net<br>Admitted Assets |
|--|------------------------|----------------------------|--|---|
|  | 1<br>Assets            | 2<br>Nonadmitted<br>Assets | 3<br>Net Admitted<br>Assets<br>(Cols. 1 - 2) |   |
| 1. Bonds.....  | 11,496,975             |                            | 11,496,975                                   | 11,994,871  |
| 2. Stocks:   |                        |                            |  |   |
| 2.1 Preferred stocks.....  |                        |                            | .0   |   |
| 2.2 Common stocks.....   | 4,776,164              |                            | 4,776,164                                    |   |
| 3. Mortgage loans on real estate:  |                        |                            |  |   |
| 3.1 First liens.....   |                        |                            | .0   |   |
| 3.2 Other than first liens.....  |                        |                            | .0   |   |
| 4. Real estate:  |                        |                            |  |   |
| 4.1 Properties occupied by the company (less \$.....0 encumbrances).....   |                        |                            | .0   |   |
| 4.2 Properties held for the production of income (less \$.....0 encumbrances).....   |                        |                            | .0   |   |
| 4.3 Properties held for sale (less \$.....0 encumbrances).....   |                        |                            | .0   |   |
| 5. Cash (\$.....1,621,467), cash equivalents (\$.....0) and short-term investments (\$.....1,200,883).....   | 2,822,350              |                            | 2,822,350                                    | 5,201,847   |
| 6. Contract loans (including \$.....0 premium notes).....  |                        |                            | .0   |   |
| 7. Derivatives.....  |                        |                            | .0   |   |
| 8. Other invested assets.....  |                        |                            | .0   |   |
| 9. Receivables for securities.....   |                        |                            | .0   |   |
| 10. Securities lending reinvested collateral assets.....   |                        |                            | .0   |   |
| 11. Aggregate write-ins for invested assets.....   | .0                     | .0                         | .0   | .0  |
| 12. Subtotals, cash and invested assets (Lines 1 to 11).....   | 19,095,489             | .0                         | 19,095,489                                   | 17,196,718  |
| 13. Title plants less \$.....0 charged off (for Title insurers only).....  |                        |                            | .0   |   |
| 14. Investment income due and accrued.....   | 92,677                 |                            | 92,677                                       | 95,387  |
| 15. Premiums and considerations:   |                        |                            |  |   |
| 15.1 Uncollected premiums and agents' balances in the course of collection.....  |                        |                            | .0   |   |
| 15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums)..... |                        |                            | .0   |   |
| 15.3 Accrued retrospective premiums.....   |                        |                            | .0   |   |
| 16. Reinsurance:   |                        |                            |  |   |
| 16.1 Amounts recoverable from reinsurers.....  | 24,943,579             |                            | 24,943,579                                   | 22,028,056  |
| 16.2 Funds held by or deposited with reinsured companies.....  | 22,114                 |                            | 22,114                                       | 22,114  |
| 16.3 Other amounts receivable under reinsurance contracts.....   |                        |                            | .0   |   |
| 17. Amounts receivable relating to uninsured plans.....  |                        |                            | .0   |   |
| 18.1 Current federal and foreign income tax recoverable and interest thereon.....  |                        |                            | .0   |   |
| 18.2 Net deferred tax asset.....   |                        |                            | .0   |   |
| 19. Guaranty funds receivable or on deposit.....   |                        |                            | .0   |   |
| 20. Electronic data processing equipment and software.....   |                        |                            | .0   |   |
| 21. Furniture and equipment, including health care delivery assets (\$.....0).....   |                        |                            | .0   |   |
| 22. Net adjustment in assets and liabilities due to foreign exchange rates.....  |                        |                            | .0   |   |
| 23. Receivables from parent, subsidiaries and affiliates.....  | 7,742                  |                            | 7,742  |   |
| 24. Health care (\$.....0) and other amounts receivable.....   |                        |                            | .0   |   |
| 25. Aggregate write-ins for other than invested assets.....  | 63,500                 | 63,500                     | .0   | .0  |
| 26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....                             | 44,225,101             | 63,500                     | 44,161,601                                   | 39,342,275  |
| 27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....   |                        |                            | .0   |   |
| 28. Total (Lines 26 and 27).....   | 44,225,101             | 63,500                     | 44,161,601                                   | 39,342,275  |

### DETAILS OF WRITE-INS

|  |        |        |    |    |
|--|--------|--------|----|----|
| 1101. ....   |        |        | .0 |    |
| 1102. ....   |        |        | .0 |    |
| 1103. ....   |        |        | .0 |    |
| 1198. Summary of remaining write-ins for Line 11 from overflow page..... | .0     | .0     | .0 | .0 |
| 1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....       | .0     | .0     | .0 | .0 |
| 2501. Prepaid assets.....  | 50,000 | 50,000 | .0 |    |
| 2502. Deposits.....  | 13,500 | 13,500 | .0 |    |
| 2503. ....   |        |        | .0 |    |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | .0     | .0     | .0 | .0 |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | 63,500 | 63,500 | .0 | .0 |

## LIABILITIES, SURPLUS AND OTHER FUNDS

|  | 1<br>Current<br>Statement Date | 2<br>December 31<br>Prior Year |
|--|--------------------------------|--------------------------------|
| 1. Losses (current accident year \$.....0).....  | 51,540,089                     | 53,747,213                     |
| 2. Reinsurance payable on paid losses and loss adjustment expenses.....  | 157                            | (438)                          |
| 3. Loss adjustment expenses.....   | 5,109,584                      | 6,217,032                      |
| 4. Commissions payable, contingent commissions and other similar charges.....  |                                |                                |
| 5. Other expenses (excluding taxes, licenses and fees).....  | 145,275                        | 166,275                        |
| 6. Taxes, licenses and fees (excluding federal and foreign income taxes).....  |                                | 0                              |
| 7.1 Current federal and foreign income taxes (including \$.....0 on realized capital gains (losses)).....  | 997,380                        | 1,141,476                      |
| 7.2 Net deferred tax liability.....  | 372,479                        | 600,585                        |
| 8. Borrowed money \$.....0 and interest thereon \$.....0.....  |                                |                                |
| 9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....0 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act.....) |                                |                                |
| 10. Advance premium.....   |                                |                                |
| 11. Dividends declared and unpaid:   |                                |                                |
| 11.1 Stockholders.....   |                                |                                |
| 11.2 Policyholders.....  |                                |                                |
| 12. Ceded reinsurance premiums payable (net of ceding commissions).....  | (14)                           | (14)                           |
| 13. Funds held by company under reinsurance treaties.....  | 117,969                        | 117,969                        |
| 14. Amounts withheld or retained by company for account of others.....   | 15,726                         | 15,726                         |
| 15. Remittances and items not allocated.....   | 11,818                         | 55,388                         |
| 16. Provision for reinsurance.....   | 4,115,220                      | 4,338,796                      |
| 17. Net adjustments in assets and liabilities due to foreign exchange rates.....   |                                |                                |
| 18. Drafts outstanding.....  |                                |                                |
| 19. Payable to parent, subsidiaries and affiliates.....  | 57,281                         | 126,694                        |
| 20. Derivatives.....   |                                |                                |
| 21. Payable for securities.....  |                                |                                |
| 22. Payable for securities lending.....  |                                |                                |
| 23. Liability for amounts held under uninsured plans.....  |                                |                                |
| 24. Capital notes \$.....0 and interest thereon \$.....0.....  |                                |                                |
| 25. Aggregate write-ins for liabilities.....   | (31,371,145)                   | (35,895,371)                   |
| 26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....   | 31,111,819                     | 30,631,332                     |
| 27. Protected cell liabilities.....  |                                |                                |
| 28. Total liabilities (Lines 26 and 27).....   | 31,111,819                     | 30,631,332                     |
| 29. Aggregate write-ins for special surplus funds.....   | (1,939,716)                    | (2,187,233)                    |
| 30. Common capital stock.....  | 3,526,000                      | 3,526,000                      |
| 31. Preferred capital stock.....   |                                |                                |
| 32. Aggregate write-ins for other than special surplus funds.....  | 0                              | 0                              |
| 33. Surplus notes.....   |                                |                                |
| 34. Gross paid in and contributed surplus.....   | 149,281,827                    | 144,505,663                    |
| 35. Unassigned funds (surplus).....  | (137,818,329)                  | (137,133,488)                  |
| 36. Less treasury stock, at cost:  |                                |                                |
| 36.1 .....0.000 shares common (value included in Line 30 \$.....0).....  |                                |                                |
| 36.2 .....0.000 shares preferred (value included in Line 31 \$.....0).....   |                                |                                |
| 37. Surplus as regards policyholders (Lines 29 to 35, less 36).....  | 13,049,782                     | 8,710,943                      |
| 38. Totals.....  | 44,161,601                     | 39,342,275                     |

## DETAILS OF WRITE-INS

|  |              |              |
|--|--------------|--------------|
| 2501. Retroactive reinsurance ceded.....                                 | (31,392,365) | (35,917,875) |
| 2502. Misc. Payable.....   | 21,220       | 22,504       |
| 2503. ....   |              |              |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | 0            | 0            |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | (31,371,145) | (35,895,371) |
| 2901. Retroactive reinsurance.....                                       | (1,939,716)  | (2,187,233)  |
| 2902. ....   |              |              |
| 2903. ....   |              |              |
| 2998. Summary of remaining write-ins for Line 29 from overflow page..... | 0            | 0            |
| 2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....       | (1,939,716)  | (2,187,233)  |
| 3201. ....   |              |              |
| 3202. ....   |              |              |
| 3203. ....   |              |              |
| 3298. Summary of remaining write-ins for Line 32 from overflow page..... | 0            | 0            |
| 3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....       | 0            | 0            |

**STATEMENT OF INCOME**

|  | 1<br>Current Year<br>to Date | 2<br>Prior Year<br>to Date | 3<br>Prior Year Ended<br>December 31 |
|--|------------------------------|----------------------------|--------------------------------------|
| <b>UNDERWRITING INCOME</b>   |                              |                            |                                      |
| 1. Premiums earned:  |                              |                            |                                      |
| 1.1 Direct..... (written \$.....0).....  |                              |                            |                                      |
| 1.2 Assumed..... (written \$.....0).....   |                              |                            |                                      |
| 1.3 Ceded..... (written \$.....0).....   |                              |                            |                                      |
| 1.4 Net..... (written \$.....0).....   | 0                            | 0                          | 0                                    |
| DEDUCTIONS:  |                              |                            |                                      |
| 2. Losses incurred (current accident year \$.....0):   |                              |                            |                                      |
| 2.1 Direct.....  |                              |                            | (1,820,758)                          |
| 2.2 Assumed.....   | (27,261)                     |                            | (7,041,584)                          |
| 2.3 Ceded.....   | 78,324                       | 4,688                      | (3,102,566)                          |
| 2.4 Net.....   | (105,585)                    | (4,688)                    | (5,759,776)                          |
| 3. Loss adjustment expenses incurred.....  | 768,281                      | 404,445                    | 13,610,823                           |
| 4. Other underwriting expenses incurred.....   | 685,307                      | 627,725                    | 1,373,538                            |
| 5. Aggregate write-ins for underwriting deductions.....  | 0                            | 0                          | 0                                    |
| 6. Total underwriting deductions (Lines 2 through 5).....  | 1,348,003                    | 1,027,482                  | 9,224,586                            |
| 7. Net income of protected cells.....  |                              |                            |                                      |
| 8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....  | (1,348,003)                  | (1,027,482)                | (9,224,586)                          |
| <b>INVESTMENT INCOME</b>   |                              |                            |                                      |
| 9. Net investment income earned.....   | 117,382                      | 142,362                    | 291,180                              |
| 10. Net realized capital gains (losses) less capital gains tax of \$.....0.....  |                              |                            |                                      |
| 11. Net investment gain (loss) (Lines 9 + 10).....   | 117,382                      | 142,362                    | 291,180                              |
| <b>OTHER INCOME</b>  |                              |                            |                                      |
| 12. Net gain or (loss) from agents' or premium balances charged off<br>(amount recovered \$.....0 amount charged off \$.....0).....                            | 0                            |                            |                                      |
| 13. Finance and service charges not included in premiums.....  |                              |                            |                                      |
| 14. Aggregate write-ins for miscellaneous income.....  | 247,517                      | 0                          | (5,315,085)                          |
| 15. Total other income (Lines 12 through 14).....  | 247,517                      | 0                          | (5,315,085)                          |
| 16. Net income before dividends to policyholders, after capital gains tax and before all other federal and<br>foreign income taxes (Lines 8 + 11 + 15).....    | (983,103)                    | (885,120)                  | (14,248,491)                         |
| 17. Dividends to policyholders.....  |                              |                            |                                      |
| 18. Net income after dividends to policyholders, after capital gains tax and before all other federal and<br>foreign income taxes (Line 16 minus Line 17)..... | (983,103)                    | (885,120)                  | (14,248,491)                         |
| 19. Federal and foreign income taxes incurred.....   | (144,096)                    | 1,193,983                  | 1,013,196                            |
| 20. Net income (Line 18 minus Line 19) (to Line 22).....   | (839,007)                    | (2,079,103)                | (15,261,686)                         |
| <b>CAPITAL AND SURPLUS ACCOUNT</b>   |                              |                            |                                      |
| 21. Surplus as regards policyholders, December 31 prior year.....  | 8,710,942                    | 14,933,309                 | 14,933,308                           |
| 22. Net income (from Line 20).....   | (839,007)                    | (2,079,103)                | (15,261,686)                         |
| 23. Net transfers (to) from Protected Cell accounts.....   |                              |                            |                                      |
| 24. Change in net unrealized capital gains or (losses) less capital gains tax of \$.....0.....   |                              |                            |                                      |
| 25. Change in net unrealized foreign exchange capital gain (loss).....   |                              |                            |                                      |
| 26. Change in net deferred income tax.....   | 228,107                      | 1,516,940                  | 6,168,834                            |
| 27. Change in nonadmitted assets.....  | (50,000)                     | (63,500)                   | (13,500)                             |
| 28. Change in provision for reinsurance.....   | 223,576                      | 0                          | 2,883,986                            |
| 29. Change in surplus notes.....   |                              |                            |                                      |
| 30. Surplus (contributed to) withdrawn from protected cells.....   |                              |                            |                                      |
| 31. Cumulative effect of changes in accounting principles.....   |                              |                            |                                      |
| 32. Capital changes:   |                              |                            |                                      |
| 32.1 Paid in.....  | 4,776,164                    |                            |                                      |
| 32.2 Transferred from surplus (Stock Dividend).....  |                              |                            |                                      |
| 32.3 Transferred to surplus.....   |                              |                            |                                      |
| 33. Surplus adjustments:   |                              |                            |                                      |
| 33.1 Paid in.....  |                              |                            |                                      |
| 33.2 Transferred to capital (Stock Dividend).....  |                              |                            |                                      |
| 33.3 Transferred from capital.....   |                              |                            |                                      |
| 34. Net remittances from or (to) Home Office.....  |                              |                            |                                      |
| 35. Dividends to stockholders.....   |                              |                            |                                      |
| 36. Change in treasury stock.....  |                              |                            |                                      |
| 37. Aggregate write-ins for gains and losses in surplus.....   | 0                            | 0                          | 0                                    |
| 38. Change in surplus as regards policyholders (Lines 22 through 37).....  | 4,338,840                    | (625,663)                  | (6,222,366)                          |
| 39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....   | 13,049,781                   | 14,307,645                 | 8,710,942                            |
| <b>DETAILS OF WRITE-INS</b>  |                              |                            |                                      |
| 0501. ....   |                              |                            |                                      |
| 0502. ....   |                              |                            |                                      |
| 0503. ....   |                              |                            |                                      |
| 0598. Summary of remaining write-ins for Line 5 from overflow page.....  | 0                            | 0                          | 0                                    |
| 0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....  | 0                            | 0                          | 0                                    |
| 1401. Retroactive reinsurance ceded.....   | 247,517                      |                            | (5,315,085)                          |
| 1402. ....   |                              |                            |                                      |
| 1403. ....   |                              |                            |                                      |
| 1498. Summary of remaining write-ins for Line 14 from overflow page.....   | 0                            | 0                          | 0                                    |
| 1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....   | 247,517                      | 0                          | (5,315,085)                          |
| 3701. ....   |                              |                            |                                      |
| 3702. ....   |                              |                            |                                      |
| 3703. ....   |                              |                            |                                      |
| 3798. Summary of remaining write-ins for Line 37 from overflow page.....   | 0                            | 0                          | 0                                    |
| 3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....   | 0                            | 0                          | 0                                    |

# TRANSPORT INSURANCE COMPANY

## CASH FLOW

|   | 1<br>Current Year<br>to Date | 2<br>Prior Year<br>To Date | 3<br>Prior Year Ended<br>December 31 |
|---|------------------------------|----------------------------|--------------------------------------|
| <b>CASH FROM OPERATIONS</b>   |                              |                            |                                      |
| 1. Premiums collected net of reinsurance.....   |                              |                            |                                      |
| 2. Net investment income.....   | 170,684                      | 198,443                    | 400,209                              |
| 3. Miscellaneous income.....  | 288,842                      |                            | (5,315,085)                          |
| 4. Total (Lines 1 through 3).....   | 459,526                      | 198,443                    | (4,914,875)                          |
| 5. Benefit and loss related payments.....   | 5,016,467                    | 16,239,281                 | 6,752,669                            |
| 6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....                         |                              |                            |                                      |
| 7. Commissions, expenses paid and aggregate write-ins for deductions.....   | 2,582,036                    | 1,002,610                  | 15,252,438                           |
| 8. Dividends paid to policyholders.....   |                              |                            |                                      |
| 9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....             |                              | 1,334,971                  | 1,334,971                            |
| 10. Total (Lines 5 through 9).....  | 7,598,503                    | 18,576,862                 | 23,340,078                           |
| 11. Net cash from operations (Line 4 minus Line 10).....  | (7,138,977)                  | (18,378,419)               | (28,254,953)                         |
| <b>CASH FROM INVESTMENTS</b>  |                              |                            |                                      |
| 12. Proceeds from investments sold, matured or repaid:  |                              |                            |                                      |
| 12.1 Bonds.....   | 447,305                      | 4,708,763                  | 5,602,778                            |
| 12.2 Stocks.....  |                              |                            |                                      |
| 12.3 Mortgage loans.....  |                              |                            |                                      |
| 12.4 Real estate.....   |                              |                            |                                      |
| 12.5 Other invested assets.....   |                              |                            |                                      |
| 12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....                                |                              |                            |                                      |
| 12.7 Miscellaneous proceeds.....  |                              |                            |                                      |
| 12.8 Total investment proceeds (Lines 12.1 to 12.7).....  | 447,305                      | 4,708,763                  | 5,602,778                            |
| 13. Cost of investments acquired (long-term only):  |                              |                            |                                      |
| 13.1 Bonds.....   |                              | 7,675,824                  | 8,038,054                            |
| 13.2 Stocks.....  |                              |                            |                                      |
| 13.3 Mortgage loans.....  |                              |                            |                                      |
| 13.4 Real estate.....   |                              |                            |                                      |
| 13.5 Other invested assets.....   |                              |                            |                                      |
| 13.6 Miscellaneous applications.....  |                              |                            |                                      |
| 13.7 Total investments acquired (Lines 13.1 to 13.6).....   | 0                            | 7,675,824                  | 8,038,054                            |
| 14. Net increase (decrease) in contract loans and premium notes.....  |                              |                            |                                      |
| 15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....  | 447,305                      | (2,967,061)                | (2,435,276)                          |
| <b>CASH FROM FINANCING AND MISCELLANEOUS SOURCES</b>  |                              |                            |                                      |
| 16. Cash provided (applied):  |                              |                            |                                      |
| 16.1 Surplus notes, capital notes.....  |                              |                            |                                      |
| 16.2 Capital and paid in surplus, less treasury stock.....  |                              |                            |                                      |
| 16.3 Borrowed funds.....  |                              |                            |                                      |
| 16.4 Net deposits on deposit-type contracts and other insurance liabilities.....                                    |                              |                            |                                      |
| 16.5 Dividends to stockholders.....   |                              |                            |                                      |
| 16.6 Other cash provided (applied).....   | 4,312,176                    | 12,739,467                 | 24,011,546                           |
| 17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)..... | 4,312,176                    | 12,739,467                 | 24,011,546                           |
| <b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>  |                              |                            |                                      |
| 18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....        | (2,379,497)                  | (8,606,013)                | (6,678,683)                          |
| 19. Cash, cash equivalents and short-term investments:  |                              |                            |                                      |
| 19.1 Beginning of year.....   | 5,201,847                    | 11,880,530                 | 11,880,530                           |
| 19.2 End of period (Line 18 plus Line 19.1).....  | 2,822,350                    | 3,274,517                  | 5,201,847                            |

Note: Supplemental disclosures of cash flow information for non-cash transactions:

|               |  |  |  |
|---------------|--|--|--|
| 20.0001 ..... |  |  |  |
|---------------|--|--|--|

**NOTES TO FINANCIAL STATEMENTS****Note 1 - Summary of Significant Accounting Policies**

## A. Accounting Practices

The financial statements of the Transport Insurance Company ("the Company") are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for purposes of determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* has been adopted as a component of prescribed or permitted practices by the state of Ohio.

## B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

## C. Accounting Policies

Investments – Invested asset values are generally stated as follows:

Bonds, including issuer obligations, mortgage-backed securities and asset-backed securities rated 1 and 2 are stated at amortized cost using the interest method; all others are stated at the lower of amortized cost or market. For mortgage-backed and asset-backed securities, dealer modeled prepayment assumptions are used at the date of purchase to determine effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.

Common stocks are stated at market except investment in subsidiaries.

Investments in non-insurance subsidiaries are stated at NAIC specific values.

Short-term investments are stated at cost.

Unpaid Losses and Loss Adjustment Expense Reserves - The net liabilities stated for unpaid claims and for expenses of investigation and adjustment of unpaid claims are based upon (a) the accumulation of case estimates for losses reported prior to the close of the accounting period on the direct business written; (b) estimates received from ceding reinsurers and insurance pools and associations; (c) estimates of unreported losses and development on reported losses based on past experience; and (d) estimates based on experience of expenses for investigating and adjusting claims. The total of these factors is reduced for portions ceded to other reinsurers. All such estimates are based on the current state of the law and coverage litigation, which could change substantially by the time claims are settled. These liabilities are subject to the impact of changes in claim amounts and frequency and other factors. In spite of the variability inherent in such estimates, management believes that the liabilities for unpaid losses and loss adjustment expenses are adequate. Changes in estimates of the liabilities for losses and loss adjustment expenses are reflected in the statement of income in the period in which determined.

Premium Deficiency Reserve – The Company uses anticipated investment income as a factor in premium deficiency calculations.

Premium Recognition – Premiums are earned over the terms of the related insurance policies and reinsurance contracts. Unearned premium reserves are established to cover the unexpired portion of premiums written. Such reserves are computed by pro rata methods for direct business and are based on reports received from ceding companies for reinsurance.

**Note 2 - Accounting Changes and Corrections of Errors**

The Company did not have any material changes in accounting principles and/or corrections of errors.

**Note 3 - Business Combinations and Goodwill**

Not applicable.

**Note 4 - Discontinued Operations**

Not applicable..

**Note 5 - Investments**

Not applicable.

**Note 6 - Joint Ventures, Partnerships and Limited Liability Companies**

Not applicable.

**Note 7 - Investment Income**

## A. Accrued Investment Income

The Company does not admit investment income due and accrued if amounts are over 90 days past due

## B. Amounts excluded

Not applicable

**NOTES TO FINANCIAL STATEMENTS****Note 8 - Derivative Instruments**

Not applicable.

**Note 9. Income Taxes**

A. The components of the net deferred tax asset / (liability) at June 30, 2012 are as follows:

|   | 2012           |                  |                  | 2011            |                  |                  | Change        |                  |                |
|---|----------------|------------------|------------------|-----------------|------------------|------------------|---------------|------------------|----------------|
|   | Ordinary       | Capital          | Total            | Ordinary        | Capital          | Total            | Ordinary      | Capital          | Total          |
| 1.  |                |                  |                  |                 |                  |                  |               |                  |                |
| (a) Gross Deferred Tax Assets   | 920,582        | -                | 920,582          | 860,726         | -                | 860,726          | 59,856        | -                | 59,856         |
| (b) Statutory Valuation Allowance Adjustment  | -              | -                | -                | -               | -                | -                | -             | -                | -              |
| <b>(c) Adjusted Gross Deferred Tax Assets 1(a) - 1(b)</b>                             | <b>920,582</b> | <b>-</b>         | <b>920,582</b>   | <b>860,726</b>  | <b>-</b>         | <b>860,726</b>   | <b>59,856</b> | <b>-</b>         | <b>59,856</b>  |
| (d) Deferred Tax Assets Nonadmitted   | -              | -                | -                | -               | -                | -                | -             | -                | -              |
| <b>(e) Subtotal Net Admitted Deferred Tax Asset 1(c) - 1(d)</b>                       | <b>920,582</b> | <b>-</b>         | <b>920,582</b>   | <b>860,726</b>  | <b>-</b>         | <b>860,726</b>   | <b>59,856</b> | <b>-</b>         | <b>59,856</b>  |
| (f) Deferred Tax Liabilities  | 915,120        | 377,941          | 1,293,061        | 926,171         | 535,140          | 1,461,311        | (11,052)      | (157,199)        | (168,251)      |
| <b>(g) Net Admitted Deferred Tax Asset / (Net Deferred Tax Liability) 1(e) - 1(f)</b> | <b>5,462</b>   | <b>(377,941)</b> | <b>(372,479)</b> | <b>(65,445)</b> | <b>(535,140)</b> | <b>(600,585)</b> | <b>70,908</b> | <b>(157,199)</b> | <b>228,107</b> |

2.

**Admission Calculation Components SSAP No. 101**

|  | 2012           |                |                  | 2011           |           |                | Change          |                  |                  |
|--|----------------|----------------|------------------|----------------|-----------|----------------|-----------------|------------------|------------------|
|  | Ordinary       | Capital        | Total            | Ordinary       | Capital   | Total          | Ordinary        | Capital          | Total            |
| (a) Federal Income Taxes Paid In Prior Years Recoverable Through Loss Carrybacks   | -              | -              | -                | -              | -         | -              | -               | -                | -                |
| (b) Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) Above) After Application Of The Threshold Limitation (The Lesser of 2(b)1 and 2(b)2 Below) | -              | -              | -                | (65,445)       | (535,140) | (600,585)      | 65,446          | 535,140          | 600,586          |
| 1. Adjusted Gross Deferred Tax Assets Expected To Be Realized Following The Balance Sheet Date   | -              | -              | -                | -              | -         | -              | -               | -                | -                |
| 2. Adjusted Gross Deferred Tax Assets Allowed Per Limitation Threshold   | XXX            | XXX            | -                | XXX            | XXX       | -              | XXX             | XXX              | -                |
| (c) Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) Above) Offset By Gross Deferred Tax Liabilities   | 915,120        | 377,941        | 1,293,061        | 926,171        | 535,140   | 1,461,311      | (11,052)        | (157,199)        | (168,251)        |
| (d) Deferred Tax Assets Admitted As The Result Of Application Of SSAP No. 101. Total of 2(a) + 2(b) + 2(C)   | <b>915,120</b> | <b>377,941</b> | <b>1,293,061</b> | <b>860,726</b> | <b>-</b>  | <b>860,726</b> | <b>(11,052)</b> | <b>(157,199)</b> | <b>(168,251)</b> |

3.

|  | 2012 | 2011 | Change |
|--|------|------|--------|
| (a) Ratio Percentage Used To Determine Recovery Period And Threshold Limitation Amount                               | 0%   | 0%   | 0%     |
| (b) Amount Of Adjusted Capital And Surplus Used To Determine Recovery Period And Threshold Limitation In 2(b)2 Above | -    | -    | -      |

4.

**Impact of Tax Planning Strategies**

|   | 2012         |             |           | 2011         |             |           | Change       |             |           |
|---|--------------|-------------|-----------|--------------|-------------|-----------|--------------|-------------|-----------|
|   | Ordinary (%) | Capital (%) | Total (%) | Ordinary (%) | Capital (%) | Total (%) | Ordinary (%) | Capital (%) | Total (%) |
| (a) Adjusted Gross DTAs (% of Total Adjusted Gross DTAs)  | 0.00%        | 0.00%       | 0.00%     | 0.00%        | 0.00%       | 0.00%     | 0.00%        | 0.00%       | 0.00%     |
| (b) Net Admitted Gross DTAs (% of Net Admitted Adjusted Gross DTAs)                               | 0.00%        | 0.00%       | 0.00%     | 0.00%        | 0.00%       | 0.00%     | 0.00%        | 0.00%       | 0.00%     |
| (c) Does The Company's Tax-Planning Strategies Include The Use Of Reinsurance? Yes _____ No _____ |              |             |           |              |             |           |              |             |           |

B. Regarding deferred tax liabilities that are not recognized:

Not applicable.

C. Current and deferred income taxes consist of the following major components:

1. Current Income Tax:

|  | 2012             | 2011             | Change             |
|--|------------------|------------------|--------------------|
| (a) Federal  | (300,653)        | (228,967)        | 71,686             |
| (b) Foreign  | -                | -                | -                  |
| <b>(c) Subtotal (including tax on net capital gains)</b> | <b>(300,653)</b> | <b>(228,967)</b> | <b>71,686</b>      |
| (d) Federal income tax on net capital gains              | 156,556          | 1,456,972        | (1,300,416)        |
| (e) Utilization of capital loss carryforwards            | -                | -                | -                  |
| (f) Other  | -                | (214,810)        | 214,810            |
| <b>(g) Federal and Foreign income taxes incurred</b>     | <b>(144,096)</b> | <b>1,013,195</b> | <b>(1,013,920)</b> |

2. Deferred Tax Assets:

|   | 2012           | 2011           | Change        |
|---|----------------|----------------|---------------|
| (a) Ordinary:   |                |                |               |
| (1) Discounting of unpaid losses                              | 873,129        | 831,267        | 41,862        |
| (2) Unrealized gain/loss - foreign exchange                   | -              | -              | -             |
| (3) Policyholder reserves                                     | -              | -              | -             |
| (4) Investments   | -              | -              | -             |
| (5) Deferred acquisition costs                                | -              | -              | -             |
| (6) Policyholder dividends accrual                            | -              | -              | -             |
| (7) Fixed assets  | -              | -              | -             |
| (8) Compensation and benefits accrual                         | -              | -              | -             |
| (9) Pension accrual   | -              | -              | -             |
| (10) Receivables - nonadmitted                                | 24,675         | 7,175          | 17,500        |
| (11) Net operating loss carry-forward                         | -              | -              | -             |
| (12) Tax credit carry-forward                                 | -              | -              | -             |
| (13) Other (including items <5% of total ordinary tax assets) | 22,778         | 22,284         | 494           |
| (14) Other assets - nonadmitted                               | -              | -              | -             |
| <b>(99) Subtotal</b>  | <b>920,582</b> | <b>860,726</b> | <b>59,856</b> |
| (b) Statutory valuation allowance adjustment                  | -              | -              | -             |
| (c) Nonadmitted   | -              | -              | -             |

**NOTES TO FINANCIAL STATEMENTS**

|   |                |                |               |
|---|----------------|----------------|---------------|
| (d) Admitted ordinary deferred tax assets                   | 920,582        | 860,726        | 59,856        |
| (e) Capital:  |                |                |               |
| (1) Investments   | -              | -              | -             |
| (2) Net capital loss carry-forward                          | -              | -              | -             |
| (3) Real estate   | -              | -              | -             |
| (4) Other (including items <5% of total capital tax assets) | -              | -              | -             |
| (5) Unrealized Capital Gains                                | -              | -              | -             |
| <b>(99) Subtotal</b>  | <b>-</b>       | <b>-</b>       | <b>-</b>      |
| (f) Statutory valuation allowance adjustment                | -              | -              | -             |
| (g) Nonadmitted   | -              | -              | -             |
| <b>(h) Admitted capital deferred tax assets</b>             | <b>-</b>       | <b>-</b>       | <b>-</b>      |
| <b>(i) Admitted deferred tax assets</b>                     | <b>920,582</b> | <b>860,726</b> | <b>59,856</b> |

## 3. Deferred Tax Liabilities:

|  | 2012             | 2011             | Change           |
|--|------------------|------------------|------------------|
| (a) Ordinary:  |                  |                  |                  |
| (1) Investments  | -                | -                | -                |
| (2) Fixed assets   | 32,954           | 32,954           | (0)              |
| (3) Deferred and uncollected premium                         | -                | -                | -                |
| (4) Policyholder reserves                                    | -                | -                | -                |
| (5) Other (including items <5% of total ordinary tax assets) | 7,740            | 7,740            | (0)              |
| (6) Receipt of reinsurance recoverables                      | 874,295          | 885,347          | (11,052)         |
| (7) Market Discount Accrual                                  | 131              | 131              | (0)              |
| <b>(99) Subtotal</b>   | <b>915,120</b>   | <b>926,172</b>   | <b>(11,052)</b>  |
| (b) Capital:   |                  |                  |                  |
| (1) Investments  | -                | -                | -                |
| (2) Deferred gain  | -                | -                | -                |
| (3) Basis Difference on Bonds                                | 377,941          | 535,140          | (157,199)        |
| (4) Other (including items <5% of total capital tax assets)  | -                | -                | -                |
| <b>(99) Subtotal</b>   | <b>377,941</b>   | <b>535,140</b>   | <b>(157,199)</b> |
| <b>(c) Deferred tax liabilities</b>                          | <b>1,293,061</b> | <b>1,461,312</b> | <b>(168,251)</b> |
| <b>4. Net Deferred Tax Assets / Liabilities</b>              | <b>(372,479)</b> | <b>(600,586)</b> | <b>228,107</b>   |

## D. Reconciliation of Federal Income Tax Rate to Actual Effective Rate

Among the more significant book to tax adjustments were the following:

|   | 2012               | 2012              | 2011                   |
|---|--------------------|-------------------|------------------------|
|   | Amount             | Tax Effect At 35% | Effective Tax Rate (%) |
| Provision computed at statutory rate      | (983,103)          | (344,086)         | 35.00%                 |
| Change in nonadmitted assets              | (50,000)           | (17,500)          | 1.78%                  |
| Statutory Valuation Allowance Adjustment  | -                  | -                 | 0.00%                  |
| Tax exempt income                         | (31,269)           | (10,944)          | 1.11%                  |
| Dividends from 100% owned affiliates      | -                  | -                 | 0.00%                  |
| Non-deductible Expenses                   | -                  | -                 | 0.00%                  |
| Meals & Entertainment                     | 935                | 327               | -0.03%                 |
| True-up related to prior years            | -                  | -                 | 0.00%                  |
| Other                                     | -                  | (1)               | 0.00%                  |
| <b>Totals</b>                             | <b>(1,063,437)</b> | <b>(372,204)</b>  | <b>37.86%</b>          |
| Federal and foreign income taxes incurred |                    | (144,096)         | 14.66%                 |
| Change in net deferred income taxes       |                    | (228,107)         | 23.20%                 |
| Other                                     |                    | -                 | 0.00%                  |
| <b>Totals</b>                             |                    | <b>(372,204)</b>  | <b>37.86%</b>          |

## D. Operating Loss and Tax Credit Carry-forwards and Protective Tax Deposits

1. a. At June 30, 2012, the Company did not have any unused net operating loss carryforwards available to offset against futures taxable income.
- b. At June 30, 2012, the Company had the following capital loss carryforwards expiring through the year 2017
- c. At June 30, 2012, the Company had the following Foreign Tax Credit carryforward expiring through the year 2021:
- d. At June 30, 2012, the Company had the following Alternative Minimum Tax Credit carryforward which does not expire:

2. The following is income tax expense for 2012 and 2011 that is available for recoupment in the event of future net losses.

| Year | Amount |
|------|--------|
| 2012 | -      |
| 2011 | -      |

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## **NOTES TO FINANCIAL STATEMENTS**

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3. The Company did not have any protective tax deposits under Section 6603 of the Internal Revenue Code

F. Consolidated Federal Income Tax Return

1. The Company's federal income tax return is consolidated with the following entities:

R & Q America Holdings Inc., R&Q Solutions LLC, Requiem America Inc., R&Q Reinsurance Co., John Heath & Company, Excess and Treaty Management Corp., Goldstreet Insurance Co., Transport Insurance Co., Syndicated Services Company Inc., R & Q Quest Management Services USA, RQ Services Holding Inc..

Randall & Quilter America Holdings maintains a tax sharing agreement with its subsidiaries, approved by the Board of Directors, whereby allocation of the tax liability is made primarily on a separate return basis, with current credit given for net losses utilized in the consolidated return.

### **Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

- A. The Company is a direct 100% owned subsidiary of Randall and Quilter America Holdings Inc.
- B. Detail of Transactions Greater than 1/2% of Admitted Assets - No material changes since year end 2010.
- C. Change in terms of Intercompany Arrangements – Not applicable.
- D. Amounts Due to or from Related Parties – No material changes since year-end 2011.
- E. Guarantees or Contingencies for Related Parties - Not applicable.
- F. Management or service contracts and all cost sharing arrangements involving the Company or any affiliated insurer  
No material changes since year-end 2011.
- G. Nature of Relationships that Could Affect Operations  
No material changes since year-end 2011.
- H. Amount Deducted for Investment in Upstream Company - Not applicable.
- I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets -Effective May 31, 2012, GoldStreet Insurance Company became a wholly owned subsidiary of Transport Insurance Company. The carrying asset value on Transport financials is equal to the surplus of GoldStreet.
- J. Writedown for Impairments of Investments in Subsidiary, Controlled or Affiliated Companies - Not applicable.
- K. Foreign Insurance Subsidiary - Not Applicable.
- L. Downstream Noninsurance Holding Company - Not Applicable

### **Note 11 - Debt**

Not Applicable.

### **Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**

Not Applicable.

### **Note 13 - Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations**

- A. Outstanding Shares - No material changes since year-end 2011.
- B. Preferred Stock - Not applicable.
- C. Dividend Restrictions - No material changes since year-end 2011.
- D. Amount and Date of Dividend Paid - Not applicable.
- E. Amount of Profit Paid to Stockholder as Dividend - Not applicable
- F. Restrictions Placed on Unassigned Funds (Surplus) - None
- G. Mutual Surplus Advances - Not applicable.
- H. Company Stock Held for Special Purposes - Not applicable.
- I. Changes in Special Surplus Funds - \$247,517 change due to the Retroactive Reinsurance Agreement with NICO.
- J. Changes in Unassigned Funds - No material changes since year-end 2011.
- K. Surplus Notes - Not applicable

**NOTES TO FINANCIAL STATEMENTS**

L & M. Quasi Reorganizations – Not applicable

**Note 14 - Contingencies**

- A. Contingent Commitments - Not Applicable.
- B. Assessments - No material changes since year-end 2011.
- C. Gain Contingencies - Not applicable.
- D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits. No material change since year- end 2011.
- E. Product Warrantie. - Not applicable
- F. All Other contingencies - No material changes since year-end 2011.

**Note 15 - Leases**

No material changes since year-end 2011.

**Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk**

Not Applicable.

**Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

- A. Transfers of Receivables Reported as Sales - Not applicable.
- B. Transfer and Servicing of Financial Assets – Not applicable.
- C. Wash sales - Not applicable.

**Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**

Not applicable.

**Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators**

No significant change.

**Note 20 - Fair Value**

- A. Fair Value Measurements at Reporting Date  
Not applicable
- B. Not Applicable
- C. Type of Financial Instrument

| Type of Financial Instrument | Aggregate Fair Value | Admitted Assets | (Level 1)  | (Level 2) | (Level 3) | Not Practicable (Carrying Value) |
|------------------------------|----------------------|-----------------|------------|-----------|-----------|----------------------------------|
| Bonds                        | 11,176,818           | 10,648,228      | 11,176,818 |           |           |                                  |
| CMO                          | 416,611              | 408,645         | 416,611    |           |           |                                  |
| MBS                          | 476,687              | 440,102         | 476,687    |           |           |                                  |

- D. Non Practicable to Estimate Fair Value  
Not Applicable

**Note 21 - Other Items**

- A. Extraordinary Items

In January 2012, after a number of years of litigation and subsequent appeal, the Company did not prevail in its appeal against

**NOTES TO FINANCIAL STATEMENTS**

Seaton and TIG on the Aerojet case and its efforts to collect reinsurance recoveries.

B. Troubled Debt Restructuring for Debtors

Not applicable

C. Other Disclosures

Not applicable

D. Uncollectible Assets per SSAP 6, SSAP 47 & SSAP 66

Not applicable

E. Business Interruption Insurance Recoveries

Not applicable

F. State transferable tax credits

Not applicable

G. Subprime Mortgages

Not applicable

**Note 22 - Events Subsequent**

Not applicable

**Note 23 - Reinsurance**

A. Unsecured Reinsurance Recoverable - No material changes since year - end 2011.

B. Reinsurance Recoverable in Dispute - No material changes since year - end 2011.

C. Reinsurance Assumed and Ceded - No material changes since year - end 2011.

D. Uncollectible Reinsurance - No material changes since year - end 2011.

E. Commutation of Reinsurance Ceded - No material changes since year - end 2011.

F. Retroactive Reinsurance – No material changes since year - end 2011.

G. Reinsurance's Accounted for as a Deposit - Not applicable.

H. Disclosures for the Transfer of Property & Casualty Run-off Agreements - Not applicable

**Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination**

Not applicable.

**Note 25 - Change in Incurred Losses and Loss Adjustment Expenses**

The following provides an analysis of the change in loss and loss adjustment expense reserves net of reinsurance for the 2012 & 2011 periods:

|  | <u>June 2012</u>     | <u>December 2011</u> |
|--|----------------------|----------------------|
| Balance at beginning of period           | \$ 59,964,245        | \$ 72,695,005        |
| Loss and loss expense incurred:          |                      |                      |
| Current accident year                    | 0                    | 0                    |
| Prior accident years                     | 672,946              | 7,851,046            |
|  | <u>672,946</u>       | <u>7,851,046</u>     |
| Loss and loss expense payments made for: |                      |                      |
| Current accident year                    | 0                    | 0                    |
| Prior accident years                     | (3,987,517)          | (20,581,806)         |
|  | <u>(3,987,517)</u>   | <u>(20,581,806)</u>  |
| Balance at end of period                 | <u>\$ 56,649,674</u> | <u>\$ 59,964,245</u> |

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## **NOTES TO FINANCIAL STATEMENTS**

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### **Note 26- Intercompany Pooling Arrangements**

Not applicable.

### **Note 27 - Structured Settlements**

- A. Annuities - No material changes since year-end 2011.
- B. Contingent liabilities - No material changes since year-end 2011.

### **Note 28 - Health Care Receivables**

Not applicable.

### **Note 29 - Participating Policies**

Not applicable.

### **Note 30 - Premium Deficiency Reserves**

Not applicable.

### **Note 31 - High Deductibles**

Not applicable.

### **Note 32 - Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses**

Not applicable.

### **Note 33 - Asbestos/Environmental Reserves**

No material changes since year-end 2011.

### **Note 34 - Subscriber Savings Accounts**

Not applicable.

### **Note 35 - Multiple Peril Crop Insurance**

Not applicable.

### **Note 36 - Financial Guarantee Insurance**

Not applicable.

**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES - GENERAL**

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [ ] No [ ]
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [ ] No [X]
- 2.2 If yes, date of change: .....
- 3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [X] No [ ]  
If yes, complete the Schedule Y-Part 1 - Organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

| 1<br>Name of Entity | 2<br>NAIC<br>Company Code | 3<br>State of<br>Domicile |
|---------------------|---------------------------|---------------------------|
|                     |                           |                           |

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [ ] No [X] N/A [ ]  
If yes, attach an explanation.

\_\_\_\_\_

- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010.....
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010.....
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 4/23/2012.....
- 6.4 By what department or departments?  
Ohio

\_\_\_\_\_

- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [ ] No [ ] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [ ] No [ ] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]
- 7.2 If yes, give full information:

\_\_\_\_\_

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [ ] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

\_\_\_\_\_

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ ] No [X]
- 8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

| 1<br>Affiliate Name | 2<br>Location (City, State) | 3<br>FRB | 4<br>OCC | 5<br>FDIC | 6<br>SEC |
|---------------------|-----------------------------|----------|----------|-----------|----------|
|                     |                             |          |          |           |          |

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No [ ]
  - (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
  - (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
  - (c) Compliance with applicable governmental laws, rules and regulations;
  - (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
  - (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:  
\_\_\_\_\_  
\_\_\_\_\_

- 9.2 Has the code of ethics for senior managers been amended? Yes [ ] No [X]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

\_\_\_\_\_

- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [ ] No [X]

**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES - GENERAL**

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

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**PART 1 - FINANCIAL**

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes  No

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....0

**PART 1 - INVESTMENT**

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes  No

11.2 If yes, give full and complete information relating thereto:

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12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.....0

13. Amount of real estate and mortgages held in short-term investments: \$.....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes  No

14.2 If yes, please complete the following:

|  | 1<br>Prior Year-End<br>Book/Adjusted Carrying Value | 2<br>Current Quarter<br>Book/Adjusted Carrying Value |
|--|---|--|
| 14.21 Bonds.....   | \$ .....0   | \$ .....0  |
| 14.22 Preferred Stock.....   | \$ .....0   | \$ .....0  |
| 14.23 Common Stock.....  | \$ .....0   | \$ .....4,776,164                                    |
| 14.24 Short-Term Investments.....  | \$ .....0   | \$ .....0  |
| 14.25 Mortgage Loans on Real Estate.....   | \$ .....0   | \$ .....0  |
| 14.26 All Other.....   | \$ .....0   | \$ .....0  |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)..... | \$ .....0   | \$ .....4,776,164                                    |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....                       | \$ .....0   | \$ .....0  |

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes  No

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? If no, attach a description with this statement. Yes  No

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16. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes  No

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

| 1<br>Name of Custodian(s)         | 2<br>Custodian Address                              |
|-----------------------------------|---|
| Bank New York Mellon Wealth Mgmt. | 3290 Northside Pkwy,NW Suite 950 Atlanta, GA. 30327 |

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation.

| 1<br>Name(s) | 2<br>Location(s) | 3<br>Complete Explanation(s) |
|--------------|------------------|------------------------------|
|              |                  |                              |

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes  No

16.4 If yes, give full and complete information relating thereto:

| 1<br>Old Custodian | 2<br>New Custodian | 3<br>Date of Change | 4<br>Reason |
|--------------------|--------------------|---------------------|-------------|
|                    |                    |                     |             |

16.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

| 1<br>Central Registration Depository | 2<br>Name(s)                      | 3<br>Address  |
|--------------------------------------|-----------------------------------|---|
| NA                                   | Bank New York Mellon Wealth Mgmt. | 3290 Northside Pkwy,NW Suite 950 Atlanta, GA. 30327 |

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes  No

17.2 If no, list exceptions:

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**GENERAL INTERROGATORIES (continued)**

**PART 2**

**PROPERTY & CASUALTY INTERROGATORIES**

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [ ] No [ ] N/A [X]  
 If yes, attach an explanation.

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2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [ ] No [X]  
 If yes, attach an explanation.

---

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [ ] No [X]  
 3.2 If yes, give full and complete information thereto:

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4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [ ] No [X]  
 4.2 If yes, complete the following schedule:

| 1<br>Line of Business | 2<br>Maximum Interest | 3<br>Disc. Rate | Total Discount     |                 |           |            | Discount Taken During Period |                 |            |             |
|-----------------------|-----------------------|-----------------|--------------------|-----------------|-----------|------------|------------------------------|-----------------|------------|-------------|
|                       |                       |                 | 4<br>Unpaid Losses | 5<br>Unpaid LAE | 6<br>IBNR | 7<br>Total | 8<br>Unpaid Losses           | 9<br>Unpaid LAE | 10<br>IBNR | 11<br>Total |
|                       |                       |                 |                    |                 |           | 0          |                              |                 |            | 0           |
| Total.....            | XXX..                 | XXX.....        | 0                  | 0               | 0         | 0          | 0                            | 0               | 0          | 0           |

5. Operating Percentages:  
 5.1 A&H loss percent 0.0 %  
 5.2 A&H cost containment percent 0.0 %  
 5.3 A&H expense percent excluding cost containment expenses 0.0 %  
 6.1 Do you act as a custodian for health savings accounts? Yes [ ] No [X]  
 6.2 If yes, please provide the amount of custodial funds held as of the reporting date. 0  
 6.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]  
 6.4 If yes, please provide the amount of funds administered as of the reporting date. 0

## SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

| 1<br>NAIC<br>Company<br>Code | 2<br>Federal<br>ID<br>Number | 3<br><br>Name of Reinsurer | 4<br><br>Domiciliary<br>Jurisdiction | 5<br>Is Insurer<br>Authorized?<br>(YES or NO) |
|------------------------------|------------------------------|----------------------------|--------------------------------------|---|
|------------------------------|------------------------------|----------------------------|--------------------------------------|---|

**NONE**

**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

Current Year to Date - Allocated by States and Territories

| States, Etc.                        | 1<br>Active Status | Direct Premiums Written   |                         | Direct Losses Paid (Deducting Salvage) |                         | Direct Losses Unpaid      |                         |
|-------------------------------------|--------------------|---------------------------|-------------------------|--|-------------------------|---------------------------|-------------------------|
|                                     |                    | 2<br>Current Year to Date | 3<br>Prior Year to Date | 4<br>Current Year to Date              | 5<br>Prior Year to Date | 6<br>Current Year to Date | 7<br>Prior Year to Date |
| 1. Alabama.....AL                   | L                  |                           |                         |  | 13,500,000              | 286                       | 250                     |
| 2. Alaska.....AK                    | N                  |                           |                         |  |                         |                           |                         |
| 3. Arizona.....AZ                   | L                  |                           |                         |  |                         |                           |                         |
| 4. Arkansas.....AR                  | L                  |                           |                         | 4,547                                  | 4,767                   | 340,370                   | 308,911                 |
| 5. California.....CA                | L                  |                           |                         |  | 1,000                   | 480,795                   | 422,527                 |
| 6. Colorado.....CO                  | N                  |                           |                         |  |                         |                           |                         |
| 7. Connecticut.....CT               | L                  |                           |                         |  |                         |                           | 25                      |
| 8. Delaware.....DE                  | L                  |                           |                         |  |                         |                           |                         |
| 9. District of Columbia.....DC      | L                  |                           |                         |  |                         |                           |                         |
| 10. Florida.....FL                  | N                  |                           |                         | 6,873                                  | 5,686                   | 86,371                    | 103,983                 |
| 11. Georgia.....GA                  | L                  |                           |                         | 687                                    | 1,224                   | 20,394                    | 20,568                  |
| 12. Hawaii.....HI                   | N                  |                           |                         |  |                         |                           |                         |
| 13. Idaho.....ID                    | L                  |                           |                         |  |                         |                           |                         |
| 14. Illinois.....IL                 | N                  |                           |                         |  |                         | 191,439                   | 334,223                 |
| 15. Indiana.....IN                  | L                  |                           |                         |  |                         |                           |                         |
| 16. Iowa.....IA                     | N                  |                           |                         |  |                         |                           |                         |
| 17. Kansas.....KS                   | L                  |                           |                         |  |                         |                           |                         |
| 18. Kentucky.....KY                 | L                  |                           |                         | 6,902                                  | 25,028                  | 234,112                   | 304,880                 |
| 19. Louisiana.....LA                | L                  |                           |                         | 2,587                                  | 44,569                  | 3,395                     | 258,513                 |
| 20. Maine.....ME                    | N                  |                           |                         |  |                         |                           |                         |
| 21. Maryland.....MD                 | L                  |                           |                         | 10,538                                 | 13,296                  | 335,714                   | 329,316                 |
| 22. Massachusetts.....MA            | L                  |                           |                         | 19,595                                 | 20,334                  | 690,046                   | 673,370                 |
| 23. Michigan.....MI                 | L                  |                           |                         | 143,486                                | 122,167                 | 9,030,662                 | 10,597,010              |
| 24. Minnesota.....MN                | L                  |                           |                         | (3,552)                                | (20,177)                | 667,289                   | 639,205                 |
| 25. Mississippi.....MS              | N                  |                           |                         |  |                         |                           |                         |
| 26. Missouri.....MO                 | L                  |                           |                         | 6,436                                  | 5,517                   | 367,074                   | 340,735                 |
| 27. Montana.....MT                  | L                  |                           |                         | 3,444                                  | 8,998                   | 87,873                    | 530,853                 |
| 28. Nebraska.....NE                 | L                  |                           |                         |  |                         |                           |                         |
| 29. Nevada.....NV                   | N                  |                           |                         |  |                         |                           |                         |
| 30. New Hampshire.....NH            | L                  |                           |                         | 4,745                                  | 526                     | 46,662                    | 48,697                  |
| 31. New Jersey.....NJ               | L                  |                           |                         | 29,216                                 | 80,876                  | 1,044,430                 | 1,852,040               |
| 32. New Mexico.....NM               | L                  |                           |                         |  |                         |                           |                         |
| 33. New York.....NY                 | N                  |                           |                         | 6,590                                  | 6,563                   | 279,087                   | 265,911                 |
| 34. North Carolina.....NC           | L                  |                           |                         | 6,589                                  | 23,569                  | 485,142                   | 447,605                 |
| 35. North Dakota.....ND             | N                  |                           |                         |  |                         |                           |                         |
| 36. Ohio.....OH                     | L                  |                           |                         | 19,381                                 | 14,739                  | 1,088,150                 | 1,238,294               |
| 37. Oklahoma.....OK                 | L                  |                           |                         |  |                         |                           |                         |
| 38. Oregon.....OR                   | L                  |                           |                         | 885                                    | 7,296                   | 412,453                   |                         |
| 39. Pennsylvania.....PA             | L                  |                           |                         | 59,171                                 | 68,349                  | 2,292,636                 | 2,272,664               |
| 40. Rhode Island.....RI             | L                  |                           |                         |  |                         |                           |                         |
| 41. South Carolina.....SC           | L                  |                           |                         | 7,838                                  |                         | 63,632                    | 68,689                  |
| 42. South Dakota.....SD             | N                  |                           |                         |  |                         |                           |                         |
| 43. Tennessee.....TN                | N                  |                           |                         |  |                         |                           |                         |
| 44. Texas.....TX                    | L                  |                           |                         | 84,676                                 | 217,425                 | 2,910,043                 | 3,045,610               |
| 45. Utah.....UT                     | L                  |                           |                         | 1,330                                  | 6,288                   | 95,734                    | 92,096                  |
| 46. Vermont.....VT                  | N                  |                           |                         |  |                         |                           |                         |
| 47. Virginia.....VA                 | L                  |                           |                         | 36,415                                 | 14,811                  | 954,882                   | 948,104                 |
| 48. Washington.....WA               | N                  |                           |                         |  |                         |                           |                         |
| 49. West Virginia.....WV            | N                  |                           |                         |  |                         | 53,551                    | 46,840                  |
| 50. Wisconsin.....WI                | L                  |                           |                         |  |                         | 191                       | 166                     |
| 51. Wyoming.....WY                  | N                  |                           |                         |  |                         |                           |                         |
| 52. American Samoa.....AS           | N                  |                           |                         |  |                         |                           |                         |
| 53. Guam.....GU                     | N                  |                           |                         |  |                         |                           |                         |
| 54. Puerto Rico.....PR              | N                  |                           |                         |  |                         |                           |                         |
| 55. US Virgin Islands.....VI        | N                  |                           |                         |  |                         |                           |                         |
| 56. Northern Mariana Islands.....MP | N                  |                           |                         |  |                         |                           |                         |
| 57. Canada.....CN                   | N                  |                           |                         |  |                         |                           |                         |
| 58. Aggregate Other Alien.....OT    | XXX                | 0                         | 0                       | 0                                      | 0                       | 0                         | 0                       |
| 59. Totals.....                     | (a) 34             | 0                         | 0                       | 458,380                                | 14,172,851              | 22,262,415                | 25,191,085              |

**DETAILS OF WRITE-INS**

|   |     |   |   |   |   |   |   |
|---|-----|---|---|---|---|---|---|
| 5801.....   | XXX |   |   |   |   |   |   |
| 5802.....   | XXX |   |   |   |   |   |   |
| 5803.....   | XXX |   |   |   |   |   |   |
| 5898. Summary of remaining write-ins<br>for Line 58 from overflow page..... | XXX | 0 | 0 | 0 | 0 | 0 | 0 |
| 5899. Totals (Lines 5801 thru 5803 +<br>Line 5898) (Line 58 above).....     | XXX | 0 | 0 | 0 | 0 | 0 | 0 |

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

Part 1 – Organizational Chart

**Group Structure Chart as of June 30, 2012**

| Company Name   | Holding | Reg. No.    | Registered Office   | FSA NAIC# | State Code |
|--|---------|-------------|---|-----------|------------|
| Randall & Quilter Investment Holdings plc                  |         | 03671097    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| EC3 Solutions Limited                                      | 100%    | 04335235    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Oast Holdings Limited                                      | 100%    | 03593065    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Randall & Quilter Canada Holdings Limited                  | 100%    | 753780-8    | The Exchange Tower, 130 King Street W, Suite 1800, Toronto ON M5X 1E3, Canada                         |           |            |
| A.M Associates Insurance Services Limited                  | 100%    | 6152864     | 28 Regency Square, Toronto, Ontario M1E 1N5   |           |            |
| R&Q Risk Services Canada Limited                           | 100%    | 753781-6    | The Exchange Tower, 130 King Street W, Suite 1800, Toronto ON M5X 1E3, Canada                         |           |            |
| Ken Randall Associates Limited                             | 100%    | 02712392    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Ludgate NO. 1 Limited                                      | 100%    | 01589907    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Malling Investments Limited                                | 100%    | 05946442    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q NO 1 Limited   | 100%    | 04024617    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Secretaries Limited                                    | 100%    | 04222508    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Randall & Quilter II Holdings Limited                      | 100%    | 7659577     | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Trimac Acceptance Limited                                  | 100%    | 591         | One Financial Place, Collymore Rock, St. Michael, Barbados  |           |            |
| Trimac Exit Insurance Limited                              | 100%    | 5954        | One Financial Place, Collymore Rock, St. Michael, Barbados  |           |            |
| R&Q Re (Bermuda) Limited                                   | 100%    | 41047       | Clarendon House, 2 Church St, Hamilton. HM11 Bermuda  |           |            |
| La Metropole Compagnie Belge D'Assurance SA                | 100%    | 403 282 052 | 4 Rue de la Presse, 1000 Bruxelles, Belgium   | 202731    |            |
| Chevanstell Limited  | 100%    | 01208238    | 110 Fenchurch Street, London, EC3M 5JT, England   | 202861    |            |
| Chevanstell Management Limited                             | 100%    | 01425571    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Capital No 1 Limited                                   | 90.01%  | 07382921    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Insurance (Guernsey) Limited                           | 100%    | 39189       | PO Box 384, The Albany, South Esplanade, St Peter Port, Guernsey, GY1 4NF                             |           |            |
| R&Q Liquidity Management Limited                           | 100%    | 04304002    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Reinsurance Company (Belgium)                          | 100%    | 413 919 982 | 4 Rue de la Presse, 1000 Bruxelles, Belgium   |           |            |
| R&Q Reinsurance Company (UK) Limited                       | 100%    | 01315641    | 110 Fenchurch Street, London, EC3M 5JT, England   | 202188    |            |
| La Licorne Compagnie de Reassurances SA                    | 100%    | 316 695 469 | 31, rue Jean Giraudoux, 75116 Paris, France   |           |            |
| Randall & Quilter IS Holdings Limited                      | 100%    | 07659581    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Callidus Group Limited                                     | 100%    | 06389084    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Callidus Solutions Limited                                 | 100%    | 04983134    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Callidus Secretaries Limited                               | 100%    | 06327030    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| KMS Insurance Management Ltd                               | 100%    | 05337155    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| JMD Specialist Insurance Services Group Limited            | 100%    | 04577053    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| JMD Specialist Insurance Services Limited                  | 100%    | 04290090    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Broking Services Limited                               | 100%    | 06326884    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Consultants Limited                                    | 100%    | 04179375    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Insurance Services Limited                             | 100%    | 01097308    | 110 Fenchurch Street, London, EC3M 5JT, England   | 314329    |            |
| R&Q Audit & Inspection Limited                             | 100%    | 01677423    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Archive Services Limited                               | 100%    | 07586143    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Reinsurance Solutions Limited                              | 100%    | 01199219    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Requiem Limited  | 100%    | 01242769    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| Randall & Quilter America Holdings Inc                     | 100%    | 13-3496014  | 101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA   |           | DE         |
| R&Q Reinsurance Company                                    | 100%    | 23-1740414  | 101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA   | 22705     | PA         |
| Transport Insurance Company                                | 100%    | 75-0784127  | 101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA   | 33014     | OH         |
| Goldstreet Insurance Company                               | 100%    | 13-3882158  | One Battery Park Plaza, 24 Whitehall Street, New York, New York, 10004, USA                           | 10709     | NY         |
| R&Q Services Holding Inc                                   | 100%    | 45-3265690  | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801 |           | DE         |
| Excess and Treaty Management Corporation                   | 100%    | 41-1568621  | Two Logan Square, Suite 600, Philadelphia, PA 19103, USA  |           | NY         |
| R&Q Quest Management Services USA LLC                      | 100%    | 45-3187943  | 160 Greentree Drive, Suite 101, Dover, DE 1990  |           | DE         |
| John Heath & Company                                       | 100%    | 65-0865791  | South Tamiami Trail, Suite 102, Sarasota, Florida 34236, USA  |           | FL         |
| Requiem America Inc  | 100%    | 36-3293537  | 77 West Wacker Drive, Suite 2600, Chicago, Illinois, 60601, USA                                       |           | DE         |
| Syndicated Services Company Inc                            | 100%    | 36-3786990  | 77 West Wacker Drive, Suite 2600, Chicago, Illinois, 60601, USA                                       |           | DE         |
| R&Q Solutions LLC  | 100%    | 13-3978252  | 101 Summer Street, Floor 5, Boston, Massachusetts, 02110, USA   |           | DE         |
| RSI Solutions International Inc                            | 100%    | 13-4131334  | c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801 |           | NY         |
| Randall & Quilter Captive Holdings Limited                 | 100%    | 07650726    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Quest Insurance Management (IOM) Limited               | 100%    | 127029C     | 39 Athol Street, Douglas, Isle of Man, IM99 1HN   |           |            |
| R&Q Jersey PCC   | 100%    | 108625      | La Chasse Chambers, La Chasse, St. Helier, Jersey, JE2 4UE  |           |            |
| Randall & Quilter Nordic Holdings ApS                      | 100%    | 32784542    | Harbour House, Sundkrogsgade 21, 2100 Copenhagen O, Denmark   |           |            |
| Triton Insurance Management A/S                            | 100%    | 32784704    | Harbour House, Sundkrogsgade 21, 2100 Copenhagen O, Denmark   |           |            |
| Triton Insurance Management A/S                            | 100%    | 978702104   | Haakon VIIS Gate 9, 0161 Oslo, Norway   |           |            |
| Triton Claims Management AS                                | 100%    | 991114270   | Haakon VIIS Gate 9, 0161 Oslo, Norway   |           |            |
| Randall & Quilter Bermuda Holdings Limited                 | 100%    | 42704       | Clarendon House, 2 Church St, Hamilton. HM11 Bermuda  |           |            |
| R&Q Quest Management Services Limited                      | 100%    | 06623       | Clarendon House, 2 Church St, Hamilton, HM11 Bermuda  |           |            |
| R&Q Quest (SAC) Limited                                    | 100%    | 30104       | Clarendon House, 2 Church St, Hamilton. HM11 Bermuda  |           |            |
| R&Q Intermediaries (Bermuda) Limited                       | 100%    | 04985       | Clarendon House, 2 Church St, Hamilton. HM11 Bermuda  |           |            |
| R&Q Caledonian Insurance Management Services Limited       | 100%    | 58192       | 57/63 Line Wall Road, Gibraltar   |           |            |
| Caledonian Insurance Brokers Limited                       | 75%     | 58860       | 57/63 Line Wall Road, Gibraltar   |           |            |
| Randall & Quilter Underwriting Management Holdings Limited | 100%    | 7504909     | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |
| R&Q Managing Agency Limited                                | 100%    | 04690709    | 110 Fenchurch Street, London, EC3M 5JT, England   |           |            |

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Statement for June 30, 2012 of the **TRANSPORT INSURANCE COMPANY**

|   |      |          |   |        |
|---|------|----------|---|--------|
| R&Q MGA Limited                         | 100% | 05337045 | 110 Fenchurch Street, London, EC3M 5JT, England | 440543 |
| KMS Insurance Services Limited          | 100% | 03376475 | 110 Fenchurch Street, London, EC3M 5JT, England |        |
| KMS Employment Limited                  | 100% | 07622954 | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| R&Q Just Underwriting Group Limited     | 100% | 05337158 | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| R&Q Commercial Risk Services Limited    | 100% | 07313009 | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| Altus Management Partners LLP           | 100% | OC363319 | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| R&Q Marine Services Limited             | 80%  | 07720593 | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| Synergy Insurance Services (UK) Limited | 100% | 4878761  | 110 Fenchurch Street, London, EC3M 5JT England  |        |
| Principle Insurance Company Limited     | 100% | 06203350 | 110 Fenchurch Street, London, EC3M 5JT England  |        |

**SCHEDULE Y**

**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

| 1          | 2          | 3                 | 4                 | 5            | 6   | 7  | 8   | 9                    | 10                               | 11   | 12   | 13   | 14   | 15 |
|------------|------------|-------------------|-------------------|--------------|-----|--|---|----------------------|----------------------------------|--|--|--|--|----|
| Group Code | Group Name | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |

**Members**

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|  |  |       |  |     |     |                             |  |    |     |  |                    |         |  |  |
|--|--|-------|--|-----|-----|-----------------------------|--|----|-----|--|--------------------|---------|--|--|
|  |  | 00000 |  | N/A | N/A | London Stock Exchange (AIM) | Randall & Quilter Investment Holdings plc.....       | GB | NIA | N/A  | Board of Directors |         | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Caledonian Insurance Management Services Limited | GI | NIA | Randall & Quilter Investment Holdings Limited..            | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Caledonian Insurance Brokers Limited.....            | GI | NIA | Caledonian Insurance Management Services Limited           | Ownership.....     | 75.000  | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Callidus Group Limited.....                          | GB | NIA | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Callidus Solutions Limited.....                      | GB | NIA | Callidus Group Limited.....                                | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Callidus Secretaries Limited.....                    | GB | NIA | Callidus Group Limited.....                                | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Chevanstell Limited.....                             | GB | NIA | Randall & Quilter II Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Chevanstell Management Limited.....                  | GB | NIA | Chevanstell Limited.....                                   | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | KMS Insurance Management Ltd.....                    | GB | NIA | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q MGA Limited.....                                 | GB | NIA | Randall & Quilter Underwriting Management Holdings Limited | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | KMS Insurance Services Limited.....                  | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | KMS Employment Limited.....                          | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Just Underwriting Group Limited.....             | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Commercial Risk Services Limited.....            | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Altus Management Partners LLP.....                   | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Marine Services Limited.....                     | GB | NIA | R&Q MGA Limited.....                                       | Ownership.....     | 80.000  | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | EC3 Solutions Limited.....                           | GB | NIA | Randall & Quilter Investment Holdings plc.....             | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | JMD Specialist Insurance Services Group Limited..    | GB | NIA | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | JMD Specialist Insurance Services Limited.....       | GB | NIA | JMD Specialist Insurance Services Group Limited            | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Ken Randall Associates Limited.....                  | GB | NIA | Randall & Quilter Investment Holdings plc.....             | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Ludgate NO. 1 Limited.....                           | GB | NIA | Ken Randall Associates Limited.....                        | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Malling Investments Limited.....                     | GB | NIA | Ludgate NO. 1 Limited.....                                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | La Licorne Compagnie de Reassurances SA.....         | FR | IA  | Randall & Quilter II Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | La Metropole Compagnie Belge D'Assurance SA          | BE | IA  | Randall & Quilter II Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | Oast Holdings Limited.....                           | GB | NIA | Randall & Quilter Investment Holdings plc.....             | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Broking Services Limited.....                    | GB | NIA | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Capital No 1 Limited.....                        | GB | NIA | Randall & Quilter II Holdings Limited.....                 | Ownership.....     | 90.000  | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Consultants Limited.....                         | GB | NIA | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Insurance (Guernsey) Limited.....                | GG | IA  | Randall & Quilter II Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Insurance Services Limited.....                  | GB | IA  | Randall & Quilter IS Holdings Limited.....                 | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |
|  |  | 00000 |  | N/A | N/A | N/A                         | R&Q Audit & Inspection Limited.....                  | GB | NIA | R&Q Insurance Services Limited.....                        | Ownership.....     | 100.000 | Randall & Quilter Investment Holdings plc..... |  |

**SCHEDULE Y**

**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

| 1          | 2                 | 3                 | 4                 | 5            | 6   | 7  | 8  | 9                    | 10                               | 11   | 12   | 13   | 14   | 15 |
|------------|-------------------|-------------------|-------------------|--------------|-----|--|--|----------------------|----------------------------------|--|--|--|--|----|
| Group Code | Group Name        | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates                | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person)             | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Archive Services Limited                               | GB                   | NIA                              | R&Q Insurance Services Limited                             | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Liquidity Management Limited                           | GB                   | NIA                              | Randall & Quilter II Holdings Limited                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Managing Agency Limited                                | GB                   | NIA                              | Randall & Quilter Underwriting Management Holdings Limited | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q NO 1 Limited   | GB                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Reinsurance Company (Belgium)                          | BE                   | IA                               | Randall & Quilter II Holdings Limited                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Reinsurance Company (UK) Limited                       | GB                   | IA                               | Randall & Quilter II Holdings Limited                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Secretaries Limited                                    | GB                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter II Holdings Limited                      | GB                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter IS Holdings Limited                      | GB                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 13-3496014        | N/A          | N/A | N/A  | Randall & Quilter America Holdings Inc                     | US                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 41-1568621        | N/A          | N/A | N/A  | Excess and Treaty Management Corporation                   | US                   | NIA                              | R&Q Services Holding Inc                                   | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 13-3978252        | N/A          | N/A | N/A  | R&Q Solutions LLC  | US                   | NIA                              | R&Q Services Holding Inc                                   | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
| 4234       | The Randall Group | 22705             | 23-1740414        | N/A          | N/A | N/A  | R&Q Reinsurance Company                                    | US                   | IA                               | Randall & Quilter America Holdings Inc                     | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
| 4234       | The Randall Group | 33014             | 75-0784127        | N/A          | N/A | N/A  | Transport Insurance Company                                | US                   | IA                               | Randall & Quilter America Holdings Inc                     | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 45-3265690        | 1302457      | N/A | N/A  | R&Q Services Holding Inc                                   | US                   | NIA                              | Randall & Quilter America Holdings Inc                     | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 45-3187943        | N/A          | N/A | N/A  | R&Q Quest Management Services USA LLC                      | US                   | NIA                              | R&Q Services Holding Inc                                   | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
| 4234       | The Randall Group | 10709             | 13-3882158        | N/A          | N/A | N/A  | Goldstreet Insurance Company                               | US                   | IA                               | Transport Insurance Company                                | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 65-0865791        | N/A          | N/A | N/A  | John Heath & Company                                       | US                   | NIA                              | R&Q Services Holding Inc                                   | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 36-3293537        | N/A          | N/A | N/A  | Requiem America Inc  | US                   | NIA                              | R&Q Services Holding Inc                                   | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 36-3786990        | N/A          | N/A | N/A  | Syndicated Services Company Inc                            | US                   | NIA                              | Requiem America Inc  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             | 13-4131334        | N/A          | N/A | N/A  | RSI Solutions International Inc                            | US                   | NIA                              | R&Q Solutions LLC  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter Bermuda Holdings Limited                 | BM                   | NIA                              | Randall & Quilter Captive Holdings Limited                 | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Quest Management Services Limited                      | BM                   | NIA                              | Randall & Quilter Bermuda Holdings Limited                 | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Quest (SAC) Limited                                    | BM                   | NIA                              | Randall & Quilter Bermuda Holdings Limited                 | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Intermediaries (Bermuda) Limited                       | BM                   | NIA                              | Randall & Quilter Bermuda Holdings Limited                 | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Re (Bermuda) Limited                                   | BM                   | NIA                              | Randall & Quilter II Holdings Limited                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter Canada Holdings Limited                  | CA                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | A.M Associates Insurance Services Limited                  | CA                   | NIA                              | Randall & Quilter Canada Holdings Limited                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | R&Q Risk Services Canada Limited                           | CA                   | NIA                              | Randall & Quilter Canada Holdings Limited                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter Captive Holdings Limited                 | GB                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter Nordic Holdings ApS                      | DK                   | NIA                              | Randall & Quilter Captive Holdings Limited                 | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Triton Insurance Management A/S                            | DK                   | NIA                              | Randall & Quilter Nordic Holdings ApS                      | Ownership  | 60.000                                     | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Triton Insurance Management A/S                            | NO                   | NIA                              | Randall & Quilter Nordic Holdings ApS                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Triton Claims Management A/S                               | NO                   | NIA                              | Triton Management A/S                                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |                   | 00000             |                   | N/A          | N/A | N/A  | Randall & Quilter Underwriting Management Holdings Limited | NO                   | NIA                              | Randall & Quilter Investment Holdings plc                  | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |

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## SCHEDULE Y

### PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

| 1          | 2          | 3                 | 4                 | 5            | 6   | 7  | 8  | 9                    | 10                               | 11   | 12   | 13   | 14   | 15 |
|------------|------------|-------------------|-------------------|--------------|-----|--|--|----------------------|----------------------------------|--|--|--|--|----|
| Group Code | Group Name | NAIC Company Code | Federal ID Number | Federal RSSD | CIK | Name of Securities Exchange if Publicly Traded (U.S. or International) | Names of Parent, Subsidiaries or Affiliates  | Domiciliary Location | Relationship to Reporting Entity | Directly Controlled by (Name of Entity/Person) | Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other) | If Control is Ownership Provide Percentage | Ultimate Controlling Entity(ies)/Person(s) | *  |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Reinsurance Solutions Limited                | GB                   | NIA                              | Randall & Quilter IS Holdings Limited          | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Requiem Limited                              | GB                   | NIA                              | Randall & Quilter IS Holdings Limited          | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | R&Q Jersey PCC                               | JE                   | NIA                              | Randall & Quilter Investment Holdings plc      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Principle Insurance Company Limited          | GB                   | IA                               | Randall & Quilter Investment Holdings plc      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Synergy Insurance Services (UK) Limited      | GB                   | NIA                              | R&Q MGA Limited                                | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Trimac Acceptance Limited                    | BB                   | NIA                              | Randall & Quilter II Holdings Limited          | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | Trimac Exit Insurance Limited                | BB                   | IA                               | Trimac Acceptance Limited                      | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |
|            |            | 00000             |                   | N/A          | N/A | N/A  | R&Q Quest Insurance Management (IOM) Limited | IM                   | NIA                              | Randall & Quilter Captive Holdings Limited     | Ownership  | 100.000                                    | Randall & Quilter Investment Holdings plc  |    |

# TRANSPORT INSURANCE COMPANY

## PART 1 - LOSS EXPERIENCE

| Lines of Business  | Current Year to Date           |                                |                                | 4<br>Prior Year to Date<br>Direct Loss<br>Percentage |
|--|--------------------------------|--------------------------------|--------------------------------|--|
|  | 1<br>Direct Premiums<br>Earned | 2<br>Direct Losses<br>Incurred | 3<br>Direct<br>Loss Percentage |  |
| 1. Fire.....   |                                |                                | 0.0                            |  |
| 2. Allied lines.....   |                                |                                | 0.0                            |  |
| 3. Farmowners multiple peril.....                            |                                |                                | 0.0                            |  |
| 4. Homeowners multiple peril.....                            |                                |                                | 0.0                            |  |
| 5. Commercial multiple peril.....                            |                                |                                | 0.0                            |  |
| 6. Mortgage guaranty.....                                    |                                |                                | 0.0                            |  |
| 8. Ocean marine.....   |                                |                                | 0.0                            |  |
| 9. Inland marine.....  |                                |                                | 0.0                            |  |
| 10. Financial guaranty.....                                  |                                |                                | 0.0                            |  |
| 11.1. Medical professional liability - occurrence.....       |                                |                                | 0.0                            |  |
| 11.2. Medical professional liability - claims-made.....      |                                |                                | 0.0                            |  |
| 12. Earthquake.....  |                                |                                | 0.0                            |  |
| 13. Group accident and health.....                           |                                |                                | 0.0                            |  |
| 14. Credit accident and health.....                          |                                |                                | 0.0                            |  |
| 15. Other accident and health.....                           |                                |                                | 0.0                            |  |
| 16. Workers' compensation.....                               |                                |                                | 0.0                            |  |
| 17.1. Other liability-occurrence.....                        |                                |                                | 0.0                            |  |
| 17.2. Other liability-claims made.....                       |                                |                                | 0.0                            |  |
| 17.3. Excess workers' compensation.....                      |                                |                                | 0.0                            |  |
| 18.1. Products liability-occurrence.....                     |                                |                                | 0.0                            |  |
| 18.2. Products liability-claims made.....                    |                                |                                | 0.0                            |  |
| 19.1, 19.2. Private passenger auto liability.....            |                                |                                | 0.0                            |  |
| 19.3, 19.4. Commercial auto liability.....                   |                                |                                | 0.0                            |  |
| 21. Auto physical damage.....                                |                                |                                | 0.0                            |  |
| 22. Aircraft (all perils).....                               |                                |                                | 0.0                            |  |
| 23. Fidelity.....  |                                |                                | 0.0                            |  |
| 24. Surety.....  |                                |                                | 0.0                            |  |
| 26. Burglary and theft.....                                  |                                |                                | 0.0                            |  |
| 27. Boiler and machinery.....                                |                                |                                | 0.0                            |  |
| 28. Credit.....  |                                |                                | 0.0                            |  |
| 29. International.....                                       |                                |                                | 0.0                            |  |
| 30. Warranty.....  |                                |                                | 0.0                            |  |
| 31. Reinsurance-nonproportional assumed property.....        | XXX                            | XXX                            | XXX                            | XXX  |
| 32. Reinsurance-nonproportional assumed liability.....       | XXX                            | XXX                            | XXX                            | XXX  |
| 33. Reinsurance-nonproportional assumed financial lines..... | XXX                            | XXX                            | XXX                            | XXX  |
| 34. Aggregate write-ins for other lines of business.....     | 0                              | 0                              | 0.0                            |  |
| 35. Totals.....  | 0                              | 0                              | 0.0                            |  |

NONE

| DETAILS OF WRITE-INS  |   |   |     |     |
|---|---|---|-----|-----|
| 3401.....   |   |   | 0.0 |     |
| 3402.....   |   |   | 0.0 |     |
| 3403.....   |   |   | 0.0 |     |
| 3498. Sum. of remaining write-ins for Line 34 from overflow page..... | 0 | 0 | 0.0 | XXX |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....          | 0 | 0 | 0.0 |     |

## PART 2 - DIRECT PREMIUMS WRITTEN

| Lines of Business  | 1                  | 2                       | 3                          |
|--|--------------------|-------------------------|----------------------------|
|  | Current<br>Quarter | Current<br>Year to Date | Prior Year<br>Year to Date |
| 1. Fire.....   |                    |                         |                            |
| 2. Allied lines.....   |                    |                         |                            |
| 3. Farmowners multiple peril.....                            |                    |                         |                            |
| 4. Homeowners multiple peril.....                            |                    |                         |                            |
| 5. Commercial multiple peril.....                            |                    |                         |                            |
| 6. Mortgage guaranty.....                                    |                    |                         |                            |
| 8. Ocean marine.....   |                    |                         |                            |
| 9. Inland marine.....  |                    |                         |                            |
| 10. Financial guaranty.....                                  |                    |                         |                            |
| 11.1. Medical professional liability - occurrence.....       |                    |                         |                            |
| 11.2. Medical professional liability - claims made.....      |                    |                         |                            |
| 12. Earthquake.....  |                    |                         |                            |
| 13. Group accident and health.....                           |                    |                         |                            |
| 14. Credit accident and health.....                          |                    |                         |                            |
| 15. Other accident and health.....                           |                    |                         |                            |
| 16. Workers' compensation.....                               |                    |                         |                            |
| 17.1. Other liability-occurrence.....                        |                    |                         |                            |
| 17.2. Other liability-claims made.....                       |                    |                         |                            |
| 17.3. Excess workers' compensation.....                      |                    |                         |                            |
| 18.1. Products liability-occurrence.....                     |                    |                         |                            |
| 18.2. Products liability-claims made.....                    |                    |                         |                            |
| 19.1 19.2. Private passenger auto liability.....             |                    |                         |                            |
| 19.3 19.4. Commercial auto liability.....                    |                    |                         |                            |
| 21. Auto physical damage.....                                |                    |                         |                            |
| 22. Aircraft (all perils).....                               |                    |                         |                            |
| 23. Fidelity.....  |                    |                         |                            |
| 24. Surety.....  |                    |                         |                            |
| 26. Burglary and theft.....                                  |                    |                         |                            |
| 27. Boiler and machinery.....                                |                    |                         |                            |
| 28. Credit.....  |                    |                         |                            |
| 29. International.....                                       |                    |                         |                            |
| 30. Warranty.....  |                    |                         |                            |
| 31. Reinsurance-nonproportional assumed property.....        | XXX                | XXX                     | XXX                        |
| 32. Reinsurance-nonproportional assumed liability.....       | XXX                | XXX                     | XXX                        |
| 33. Reinsurance-nonproportional assumed financial lines..... | XXX                | XXX                     | XXX                        |
| 34. Aggregate write-ins for other lines of business.....     | 0                  | 0                       | 0                          |
| 35. Totals.....  | 0                  | 0                       | 0                          |

NONE

| DETAILS OF WRITE-INS  |   |   |   |
|---|---|---|---|
| 3401.....   |   |   |   |
| 3402.....   |   |   |   |
| 3403.....   |   |   |   |
| 3498. Sum. of remaining write-ins for Line 34 from overflow page..... | 0 | 0 | 0 |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....          | 0 | 0 | 0 |

**PART 3 (000 omitted)**

**LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE**

|  | 1   | 2   | 3  | 4  | 5  | 6  | 7   | 8  | 9                                    | 10   | 11  | 12  | 13   |
|--|---|---|--|--|--|--|---|--|--------------------------------------|--|---|---|--|
| Years in Which Losses Occurred                       | Prior Year-End Known Case Loss and LAE Reserves | Prior Year-End IBNR Loss and LAE Reserves | Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2) | 2012 Loss and LAE Payments on Claims Reported as of Prior Year-End | 2012 Loss and LAE Payments on Claims Unreported as of Prior Year-End | Total 2012 Loss and LAE Payments (Cols. 4 + 5) | Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End | Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End | Q.S. Date IBNR Loss and LAE Reserves | Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9) | Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1) | Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2) | Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12) |
| 1. 2009 + Prior.....                                 | 31,937  | 28,027                                    | 59,964   | 3,977  |  | 3,977  | 28,853  |  | 27,797                               | 56,650   | 893   | (230)   | 663  |
| 2. 2010.....   |   |   | 0  |  |  | 0  |   |  |                                      | 0  | 0   | 0   | 0  |
| 3. Subtotals 2010 + Prior.....                       | 31,937  | 28,027                                    | 59,964   | 3,977  | 0  | 3,977  | 28,853  | 0  | 27,797                               | 56,650   | 893   | (230)   | 663  |
| 4. 2011.....   |   |   | 0  |  |  | 0  |   |  |                                      | 0  | 0   | 0   | 0  |
| 5. Subtotals 2011 + Prior.....                       | 31,937  | 28,027                                    | 59,964   | 3,977  | 0  | 3,977  | 28,853  | 0  | 27,797                               | 56,650   | 893   | (230)   | 663  |
| 6. 2012.....   | XXX   | XXX                                       | XXX  | XXX  |  | 0  | XXX   |  |                                      | 0  | XXX   | XXX   | XXX  |
| 7. Totals.....                                       | 31,937  | 28,027                                    | 59,964   | 3,977  | 0  | 3,977  | 28,853  | 0  | 27,797                               | 56,650   | 893   | (230)   | 663  |
| 8. Prior Year-End's Surplus As Regards Policyholders | 8,711   |   |  |  |  |  |   |  |                                      |  |   |   |  |
|  |   |   |  |  |  |  |   |  |                                      |  | Col. 11, Line 7<br>As % of Col. 1,<br>Line 7  | Col. 12, Line 7<br>As % of Col. 2,<br>Line 7  | Col. 13, Line 7<br>As % of Col. 3,<br>Line 7   |
|  |   |   |  |  |  |  |   |  |                                      |  | 1. ....2.8 %  | 2. ....(0.8)%   | 3. ....1.1 %   |
|  |   |   |  |  |  |  |   |  |                                      |  |   |   | Col. 13, Line 7<br>Line 8  |
|  |   |   |  |  |  |  |   |  |                                      |  |   |   | 4. ....7.6 %   |

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# SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

|   | <b>Response</b> |
|---|-----------------|
| 1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?          | NO              |
| 2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?          | NO              |
| 3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement? | NO              |
| 4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?     | NO              |

**Explanation:**

- 1.
- 2.
- 3.
- 4.

**Bar Code:**



**NONE**

**TRANSPORT INSURANCE COMPANY  
SCHEDULE A - VERIFICATION**

Real Estate

|   | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|---|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year.....                       | 0                 |                                      |
| 2. Cost of acquired:  |                   |                                      |
| 2.1 Actual cost at time of acquisition.....   |                   |                                      |
| 2.2 Additional investment made after acquisition.....                                 |                   |                                      |
| 3. Current year change in encumbrances.....   |                   |                                      |
| 4. Total gain (loss) on disposals.....  |                   |                                      |
| 5. Deduct amounts received on disposals.....  |                   |                                      |
| 6. Total foreign exchange change in book/adjusted carrying value.....                 |                   |                                      |
| 7. Deduct current year's other than temporary impairment recognized.....              |                   |                                      |
| 8. Deduct current year's depreciation.....  |                   |                                      |
| 9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)..... | 0                 | 0                                    |
| 10. Deduct total nonadmitted amounts.....   |                   |                                      |
| 11. Statement value at end of current period (Line 9 minus Line 10).....              | 0                 | 0                                    |

**SCHEDULE B - VERIFICATION**

Mortgage Loans

|  | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|--|-------------------|--------------------------------------|
| 1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....                             | 0                 |                                      |
| 2. Cost of acquired:   |                   |                                      |
| 2.1 Actual cost at time of acquisition.....  |                   |                                      |
| 2.2 Additional investment made after acquisition.....  |                   |                                      |
| 3. Capitalized deferred interest and other.....  |                   |                                      |
| 4. Accrual of discount.....  |                   |                                      |
| 5. Unrealized valuation increase (decrease).....   |                   |                                      |
| 6. Total gain (loss) on disposals.....   |                   |                                      |
| 7. Deduct amounts received on disposals.....   |                   |                                      |
| 8. Deduct amortization of premium and mortgage interest points and commitment fees.....                                  |                   |                                      |
| 9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....                       |                   |                                      |
| 10. Deduct current year's other than temporary impairment recognized.....  |                   |                                      |
| 11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 0                 | 0                                    |
| 12. Total valuation allowance.....   |                   |                                      |
| 13. Subtotal (Line 11 plus Line 12).....   | 0                 | 0                                    |
| 14. Deduct total nonadmitted amounts.....  |                   |                                      |
| 15. Statement value at end of current period (Line 13 minus Line 14).....  | 0                 | 0                                    |

**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

|   | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|---|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year.....                             | 0                 |                                      |
| 2. Cost of acquired:  |                   |                                      |
| 2.1 Actual cost at time of acquisition.....   |                   |                                      |
| 2.2 Additional investment made after acquisition.....                                       |                   |                                      |
| 3. Capitalized deferred interest and other.....   |                   |                                      |
| 4. Accrual of discount.....   |                   |                                      |
| 5. Unrealized valuation increase (decrease).....  |                   |                                      |
| 6. Total gain (loss) on disposals.....  |                   |                                      |
| 7. Deduct amounts received on disposals.....  |                   |                                      |
| 8. Deduct amortization of premium and depreciation.....                                     |                   |                                      |
| 9. Total foreign exchange change in book/adjusted carrying value.....                       |                   |                                      |
| 10. Deduct current year's other than temporary impairment recognized.....                   |                   |                                      |
| 11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 0                 | 0                                    |
| 12. Deduct total nonadmitted amounts.....   |                   |                                      |
| 13. Statement value at end of current period (Line 11 minus Line 12).....                   | 0                 | 0                                    |

**SCHEDULE D - VERIFICATION**

Bonds and Stocks

|  | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|--|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....      | 11,994,871        | 9,657,125                            |
| 2. Cost of bonds and stocks acquired.....  |                   | 8,038,054                            |
| 3. Accrual of discount.....  | 519               | 879                                  |
| 4. Unrealized valuation increase (decrease).....   |                   |                                      |
| 5. Total gain (loss) on disposals.....   |                   |                                      |
| 6. Deduct consideration for bonds and stocks disposed of.....                            | 447,305           | 5,602,778                            |
| 7. Deduct amortization of premium.....   | 51,111            | 98,409                               |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |                   |                                      |
| 9. Deduct current year's other than temporary impairment recognized.....                 |                   |                                      |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 11,496,975        | 11,994,871                           |
| 11. Deduct total nonadmitted amounts.....  |                   |                                      |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | 11,496,975        | 11,994,871                           |

### SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

|  | 1   | 2                                   | 3                                   | 4   | 5   | 6  | 7   | 8   |
|--|---|-------------------------------------|-------------------------------------|---|---|--|---|---|
|  | Book/Adjusted Carrying Value Beginning of Current Quarter | Acquisitions During Current Quarter | Dispositions During Current Quarter | Non-Trading Activity During Current Quarter | Book/Adjusted Carrying Value End of First Quarter | Book/Adjusted Carrying Value End of Second Quarter | Book/Adjusted Carrying Value End of Third Quarter | Book/Adjusted Carrying Value December 31 Prior Year |
| <b>BONDS</b>                             |   |                                     |                                     |   |   |  |   |   |
| 1. Class 1 (a).....                      | 13,248,160  |                                     | 219,523                             | (330,778)                                   | 13,248,160  | 12,697,858   |   | 13,175,934  |
| 2. Class 2 (a).....                      |   |                                     |                                     |   |   |  |   |   |
| 3. Class 3 (a).....                      |   |                                     |                                     |   |   |  |   |   |
| 4. Class 4 (a).....                      |   |                                     |                                     |   |   |  |   |   |
| 5. Class 5 (a).....                      |   |                                     |                                     |   |   |  |   |   |
| 6. Class 6 (a).....                      |   |                                     |                                     |   |   |  |   |   |
| 7. Total Bonds.....                      | 13,248,160  | 0                                   | 219,523                             | (330,778)                                   | 13,248,160  | 12,697,858   | 0   | 13,175,934  |
| <b>PREFERRED STOCK</b>                   |   |                                     |                                     |   |   |  |   |   |
| 8. Class 1.....                          |   |                                     |                                     |   |   |  |   |   |
| 9. Class 2.....                          |   |                                     |                                     |   |   |  |   |   |
| 10. Class 3.....                         |   |                                     |                                     |   |   |  |   |   |
| 11. Class 4.....                         |   |                                     |                                     |   |   |  |   |   |
| 12. Class 5.....                         |   |                                     |                                     |   |   |  |   |   |
| 13. Class 6.....                         |   |                                     |                                     |   |   |  |   |   |
| 14. Total Preferred Stock.....           | 0   | 0                                   | 0                                   | 0   | 0   | 0  | 0   | 0   |
| 15. Total Bonds and Preferred Stock..... | 13,248,160  | 0                                   | 219,523                             | (330,778)                                   | 13,248,160  | 12,697,858   | 0   | 13,175,934  |

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(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:  
NAIC 1 \$.....0; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

## SCHEDULE DA - PART 1

### Short-Term Investments

|                      | 1<br>Book/Adjusted<br>Carrying Value | 2<br>Par Value | 3<br>Actual<br>Cost | 4<br>Interest Collected<br>Year To Date | 5<br>Paid for Accrued Interest<br>Year To Date |
|----------------------|--------------------------------------|----------------|---------------------|---|--|
| 9199999. Totals..... | 1,200,883                            | XXX            | 790,000             | 3,097                                   |  |

## SCHEDULE DA - VERIFICATION

### Short-Term Investments

|  | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|--|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year.....                          | 1,181,063         | 7,125,129                            |
| 2. Cost of short-term investments acquired.....  | 630,001           | 7,718,232                            |
| 3. Accrual of discount.....  |                   |                                      |
| 4. Unrealized valuation increase (decrease).....   |                   |                                      |
| 5. Total gain (loss) on disposals.....   |                   |                                      |
| 6. Deduct consideration received on disposals.....                                       | 610,181           | 13,662,298                           |
| 7. Deduct amortization of premium.....   |                   |                                      |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |                   |                                      |
| 9. Deduct current year's other than temporary impairment recognized.....                 |                   |                                      |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 1,200,883         | 1,181,063                            |
| 11. Deduct total nonadmitted amounts.....  |                   |                                      |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | 1,200,883         | 1,181,063                            |

**Sch. DB-Pt A-Verification  
NONE**

**Sch. DB-Pt B-Verification  
NONE**

**Sch. DB-Pt C-Sn 1  
NONE**

**Sch. DB-Pt C-Sn 2  
NONE**

**Sch. DB-Verification  
NONE**

**Sch. E-Verification  
NONE**

**Sch. A-Pt 2  
NONE**

**Sch. A-Pt 3  
NONE**

**Sch. B-Pt 2  
NONE**

**Sch. B-Pt 3  
NONE**

**Sch. BA-Pt 2  
NONE**

**Sch. BA-Pt 3  
NONE**

**Sch. D-Pt 3  
NONE**

### SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1<br>CUSIP<br>Identification                               | 2<br>Description                                  | 3<br>F<br>o<br>r<br>e<br>i<br>g<br>n | 4<br>Disposal<br>Date | 5<br>Name of Purchaser | 6<br>Number of<br>Shares of<br>Stock | 7<br>Consideration | 8<br>Par Value | 9<br>Actual Cost | 10<br>Prior Year<br>Book/<br>Adjusted<br>Carrying<br>Value | Change in Book/Adjusted Carrying Value                   |   |  |   |  | 16<br>Book/<br>Adjusted<br>Carrying<br>Value At<br>Disposal Date | 17<br>Foreign<br>Exchange<br>Gain<br>(Loss)<br>on<br>Disposal | 18<br>Realized<br>Gain<br>(Loss)<br>on<br>Disposal | 19<br>Total<br>Gain<br>(Loss)<br>on<br>Disposal | 20<br>Bond<br>Interest/<br>Stock<br>Dividends<br>Received<br>During Year | 21<br>Stated<br>Contractual<br>Maturity<br>Date | 22<br>NAIC<br>Desig-<br>nation<br>or<br>Market<br>Indicator<br>(a) |
|--|---|--------------------------------------|-----------------------|------------------------|--------------------------------------|--------------------|----------------|------------------|--|--|---|--|---|--|--|---|--|---|--|---|--|
|  |   |                                      |                       |                        |                                      |                    |                |                  |  | 11<br>Unrealized<br>Valuation<br>Increase/<br>(Decrease) | 12<br>Current<br>Year's<br>(Amortization)/<br>Accretion | 13<br>Current<br>Year's<br>Other Than<br>Temporary<br>Impairment<br>Recognized | 14<br>Total<br>Change in<br>B./A.C.V.<br>(11+12-13) | 15<br>Total<br>Foreign<br>Exchange<br>Change in<br>B./A.C.V. |  |   |  |   |  |   |  |
| <b>Bonds - U.S. Government</b>                             |   |                                      |                       |                        |                                      |                    |                |                  |  |  |   |  |   |  |  |   |  |   |  |   |  |
| 38373Y S7 0  | GNMA REMIC TRUST 2003-3                           |                                      | 06/20/2012            | PRINCIPAL RECEIPT      |                                      | 102,382            | 102,382        | 103,281          | 102,375  |  | 6   |  | 6   |  | 102,382  |   |  | 0   | 2,274  | 12/20/2031                                      | 1  |
| 0599999  | Total - Bonds - U.S. Government                   |                                      |                       |                        |                                      | 102,382            | 102,382        | 103,281          | 102,375  |  | 0   |  | 6   |  | 102,382  |   | 0  | 0   | 2,274  | XXX   | XXX  |
| <b>Bonds - U.S. Special Revenue and Special Assessment</b> |   |                                      |                       |                        |                                      |                    |                |                  |  |  |   |  |   |  |  |   |  |   |  |   |  |
| 31296T 3G 7  | FHLMC PC GOLD COMB 30 #A18899                     |                                      | 06/15/2012            | PRINCIPAL RECEIPT      |                                      | 34,157             | 34,157         | 34,984           | 34,523   |  | (366)   |  | (366)   |  | 34,157   |   |  | 0   | 777  | 02/01/2034                                      | 1  |
| 31393M NH 0  | FHLMC REMIC SERIES 2582                           |                                      | 06/15/2012            | PRINCIPAL RECEIPT      |                                      | 82,985             | 82,985         | 84,981           | 83,162   |  | (177)   |  | (177)   |  | 82,985   |   |  | 0   | 1,895  | 12/15/2031                                      | 1  |
| 3199999  | Total - Bonds - U.S. Special Revenue & Assessment |                                      |                       |                        |                                      | 117,142            | 117,142        | 119,965          | 117,685  |  | (543)   |  | (543)   |  | 117,142  |   | 0  | 0   | 2,672  | XXX   | XXX  |
| 8399997  | Total - Bonds - Part 4                            |                                      |                       |                        |                                      | 219,524            | 219,523        | 223,246          | 220,060  |  | (537)   |  | (537)   |  | 219,524  |   | 0  | 0   | 4,946  | XXX   | XXX  |
| 8399999  | Total - Bonds                                     |                                      |                       |                        |                                      | 219,524            | 219,523        | 223,246          | 220,060  |  | (537)   |  | (537)   |  | 219,524  |   | 0  | 0   | 4,946  | XXX   | XXX  |
| 9999999  | Total - Bonds, Preferred and Common Stocks        |                                      |                       |                        |                                      | 219,524            | XXX            | 223,246          | 220,060  |  | (537)   |  | (537)   |  | 219,524  |   | 0  | 0   | 4,946  | XXX   | XXX  |

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

QE05

**Sch. DB-Pt A-Sn 1  
NONE**

**Sch. DB-Pt B-Sn 1  
NONE**

**Sch. DB-Pt B-Sn 1B-Broker List  
NONE**

**Sch. DB-Pt D  
NONE**

**Sch. DL-Pt. 1  
NONE**

**Sch. DL-Pt. 2  
NONE**

**SCHEDULE E - PART 1 - CASH**

Month End Depository Balances

| 1<br>Depository | 2<br>Code | 3<br>Rate of Interest | 4<br>Amount of Interest Received During Current Quarter | 5<br>Amount of Interest Accrued at Current Statement Date | Book Balance at End of Each Month During Current Quarter |                   |                  | 9<br>* |
|-----------------|-----------|-----------------------|---|---|--|-------------------|------------------|--------|
|                 |           |                       |   |   | 6<br>First Month   | 7<br>Second Month | 8<br>Third Month |        |

**Open Depositories**

|   |             |             |        |        |                |                |                |       |
|---|-------------|-------------|--------|--------|----------------|----------------|----------------|-------|
| Citizens Bank..... Boston, Massachusetts.....   |             |             |        |        | .....589,132   | .....60,164    | .....48,273    | XXX.. |
| Citizens Bank..... Boston, Massachusetts.....   |             |             |        |        | .....727,523   | .....900,273   | .....1,442,239 | XXX.. |
| Wells Fargo..... San Francisco, California..... |             |             |        |        | .....126,525   | .....102,686   | .....130,954   | XXX.. |
| 0199999. Total Open Depositories.....           | ...XXX..... | ...XXX..... | .....0 | .....0 | .....1,443,180 | .....1,063,123 | .....1,621,467 | XXX.. |
| 0399999. Total Cash on Deposit.....             | ...XXX..... | ...XXX..... | .....0 | .....0 | .....1,443,180 | .....1,063,123 | .....1,621,467 | XXX.. |
| 0599999. Total Cash.....                        | ...XXX..... | ...XXX..... | .....0 | .....0 | .....1,443,180 | .....1,063,123 | .....1,621,467 | XXX.. |

### SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

| 1<br>Description | 2<br>Code | 3<br>Date<br>Acquired | 4<br>Rate of<br>Interest | 5<br>Maturity<br>Date | 6<br>Book/Adjusted<br>Carrying Value | 7<br>Amount of Interest<br>Due & Accrued | 8<br>Amount Received<br>During Year |
|------------------|-----------|-----------------------|--------------------------|-----------------------|--------------------------------------|--|-------------------------------------|
|------------------|-----------|-----------------------|--------------------------|-----------------------|--------------------------------------|--|-------------------------------------|

**NONE**

QE12